

## ANNUAL FINANCIAL STATEMENTS

NAME OF THE RETIREMENT FUND: Mineworkers Provident Fund

FINANCIAL SERVICES BOARD  
REGISTRATION NUMBER: 12/8/23053

SOUTH AFRICAN REVENUE SERVICES  
APPROVAL NUMBER: 18/20/4/24968

FOR THE PERIOD: 1 January 2010 to 31 December 2010

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\* (Not subject to audit)

**Mineworkers Provident Fund**

**SCHEDULE A  
REGULATORY INFORMATION  
for the year ended 31 December 2010**

**REGISTERED OFFICE**

Postal address

P O Box 1583  
Johannesburg  
2001

Physical address

Sage Centre Building  
4th Floor, No 10. Fraser Street  
Cnr Pritchard Street, Johannesburg  
2000

This new address is as per rule amendment no. 4 reflected on page 14.

**FINANCIAL REPORTING INFORMATION**

Financial reporting periods

Current

1 January 2010 to 31 December 2010

Previous

1 January 2009 to 31 December 2009

**Mineworkers Provident Fund**

**SCHEDULE A  
REGULATORY INFORMATION (continued)  
For the year ended 31 December 2010**

**FUND OFFICERS**

	<b>Principal Officer</b>	<b>Monitoring person*</b>
Full Name:	Sipho Sidu	Sipho Sidu
Postal Address:	P O Box 1583 Johannesburg 2001	P O Box 1583 Johannesburg 2001
Physical Address:	Sage Centre Building 4th Floor, No.10 Fraser Street Cnr Prichard Street, Johannesburg 2000	Sage Centre Building 4th Floor, No.10 Fraser Street Cnr Prichard Street, Johannesburg 2000
Date of appointment:	20 November 2006	20 November 2006
Telephone number:	(010) 100 3099	(010) 100 3099
Email address:	ssidu@mineworkers.co.za.	ssidu@mineworkers.co.za.

\*(In terms of Section 13A of the Pension Funds Act in South Africa)

**PROFESSIONAL SERVICE PROVIDERS**

	<b>Actuary/Valuator</b>	<b>Auditors</b>
Full Name:	David Michael Henderson	Ernst & Young Inc.
Postal Address:	P O Box 787240 Sandton 2146	P O Box 2322 Johannesburg 2000
Physical Address:	61 Katherine Street Sandown 2196	Wanderers Office Park 52 Corlett Drive Illovo 2196
Telephone number:	(011) 269 0000	(011) 772 3000
Qualifications:	B.Bus.Sci, FASSA, FIA	Registered Auditor

	<b>Benefit Administrator</b>
Full Name:	AdviceAtWork (Pty) Ltd (Terminated 31 December 2010)
Postal Address:	P O Box 61454 Marshalltown 2107
Physical Address:	33 Park Terrace Corner Princess of Wales Terrace and Carse O Gowrie Road Parktown 2193
Telephone number:	(011) 485-7000
Benefit administrator's registration no. in terms of section 13B: 24/371	

	<b>Self Administrator</b>
Full Name:	Mineworkers Provident Fund (From 01 January 2011)
Postal Address:	P O Box 1583 Johannesburg 2001
Physical Address:	Sage Centre Building 4th Floor, No.10 Fraser Street Cnr Prichard Street, Johannesburg 2000
Telephone number:	(010) 100 3000
Benefit administrator's registration no. in terms of section 13B:	Not applicable - Self administered

**Mineworkers Provident Fund**

**SCHEDULE A  
REGULATORY INFORMATION (continued)  
For the year ended 31 December 2010**

	<b>Investment Administrators</b>	<b>Investment Advisors</b>
Full name:	Old Mutual Life Assurance Company (South Africa) Ltd	Selekane Asset Consultants (Pty) Ltd
Postal Address:	P O Box 1014 Cape Town 8000	P.O. Box 522118 Saxonwold 2132
Physical Address:	Mutualpark Jan Smuts Drive Pinelands 7405	20 Georgian Crescent Ground Floor Lansdown House Hampton Park Bryanston 2152
Telephone number:	(021) 509 4410	(011) 514 0018
Investment administrator's registration no. in terms of section 13B:		24/35
Investment advisor's FAIS application number:		29848
Full name:	RMB Asset Management (Pty) Ltd	
Postal Address:	P O Box 783414 Sandton 2146	
Physical Address:	4 Merchant Place 1 Fredman Drive Sandton 2196	
Telephone number:	(011) 505 1116	
Investment administrator's registration no. in terms of section 13B:		24/34
Full name:	Element Investment Managers (Pty) Ltd (Previously Frater Asset Management (Pty) Ltd	
Postal Address:	P O Box 13 Cape Town 8000	
Physical Address:	8th Floor 125 Buitengracht Street Cape Town 8000	
Telephone number:	(012) 426 1313	
Investment administrator's registration no. in terms of section 13B:		24/259
Full name:	Coronation Asset Management (Pty) Ltd	
Postal Address:	P O Box 993 Cape Town 8000	
Physical Address:	Boundry Terraces 1 Mariendahl Lane Newlands 7700	
Telephone number:	(021) 680 2219	
Investment administrator's registration no. in terms of section 13B:		24/31
Full name:	Prudential Portfolio Managers (South Africa) (Pty) Ltd	
Postal Address:	P O Box 44813 Claremont 7735	
Physical Address:	7th Floor Protea Place 40 Dreyer Street Claremont 7708	
Telephone number:	(021) 670 5100	
Investment administrator's registration no. in terms of section 13B:		24/67

**Mineworkers Provident Fund**

**SCHEDULE A  
REGULATORY INFORMATION (continued)  
For the year ended 31 December 2010**

	<b>Investment Administrators (cont.)</b>	
Full name:	Allan Gray Ltd (Orbis Investment Management)	
Postal Address:	P O Box 51318 Cape Town 8001	
Physical Address:	Granger Bay Court Beach Road, V&A Waterfront Cape Town 8000	
Telephone number:	(021) 415 2300	
Investment administrator's registration no. in terms of section 13B:	24/69	
Full name:	Investec Asset Management (Pty) Ltd (Appointed 01 October 2010)	
Postal Address:	P O Box 13 Cape Town 8000	
Physical Address:	8th Floor 125 Buitengracht Street Cape Town 8001	
Telephone number:	(021) 426 1313	
Investment administrator's registration no. in terms of section 13B:	24/259	
Full name:	Old Mutual Asset Managers Company (SA) (Pty) Ltd (Community Growth Management Company Ltd)	
Postal Address:	P O Box 248 Mutual Park 7451	
Physical Address:	Jan Smuts Drive Pinelands 7405	
Telephone number:	0860103180	
Investment administrator's registration no. in terms of section 13B:	24/126	
Full name:	Argon Asset Management (Pty) Ltd	
Postal Address:	P O Box 482 Cape Town 8000	
Physical Address:	18th Floor, Metropolitan Centre No 7 Coen Steytler Avenue, Foreshore Cape Town 8000	
Telephone number:	(021) 441 2460	
Investment administrator's registration no. in terms of section 13B:	24/434	
Full name:	Afena Capital (Pty) Ltd	
Postal Address:	P O Box 23883 Claremont 7735	
Physical Address:	Fifth Floor MontClare Place Cnr Campground & Main Roads Claremont, Cape Town 7735	
Telephone number:	(021) 657 6240	
Investment administrator's registration no. in terms of section 13B:	24/422	

**Mineworkers Provident Fund**

**SCHEDULE A  
REGULATORY INFORMATION (continued)  
For the year ended 31 December 2010**

<b>Investment Administrators (cont.)</b>		
Full name	Kagiso Asset Management (Pty) Ltd	
Postal Address:	P O Box 1016 Cape Town 8000	
Physical Address:	Fifth Floor MontClare Place Cnr Campground and Main Roads Claremont, Cape Town 7708	
Telephone number:	(021) 673 6300	
Investment administrator's registration no. in terms of section 13B:		24/391
Full name	Metropolitan Life Ltd	
Postal Address:	P O Box 2212 Bellville Cape Town 7535	
Physical Address:	Mispel Street, Building 4 Parc Du Cap Bellville 7530	
Telephone number:	(021) 917 3593	
Investment administrator's registration no. in terms of section 13B:		24/96
Full name	Sanlam Life Insurance Ltd	
Postal Address:	P O Box 1 Sanlamhof Cape Town 7532	
Physical Address:	2 Strand Road Bellville, Cape Town 7530	
Telephone number:	(021) 947 2225	
Investment administrator's registration no. in terms of section 13B:		24/85
Full name	Mergence Investment Managers (Appointed 01 October 2010)	
Postal Address:	P O Box 8275 Roggebaai 8012	
Physical Address:	6th Floor, The Equinox Corner Of Main and Milton Road, Sea Point Cape Town 8005	
Telephone number:	(021) 433 2960	
Investment administrator's registration no. in terms of section 13B:		24/398
Full name	Investec Investment Managers (Appointed 01 October 2010)	
Postal Address:	P O Box 1655 Cape Town 8000	
Physical Address:	36 Hans Strijdom Avenue, Foreshore Cape Town 8001	
Telephone number:	(021) 416 2000	
Investment administrator's registration no. in terms of section 13B:		24/61

Mi reworkers Provident Fund

**SCHEDULE A**  
**REGULATORY INFORMATION (continued)**  
**For the year ended 31 December 2010**

	<b>Risk insurers</b>	<b>Custodian and/or nominees</b>
Full name:	Metropolitan Life Ltd	Nedbank Ltd (Resigned 30 April 2010)
Postal Address:	Private Bag X26 Sunninghill 2157	P O Box 1144 Johannesburg 2000
Physical Address:	Metropolitan Gardens, Constantia Office Complex Corner Hendrik Potgieter Drive & 14th Avenue Weltevredenpark 1709	3rd Floor, Braampark, Forum IV 33 Hoofd Street Braamfontein 2000
Telephone number:	(011) 761 4133	(011) 667 1000
FSB approval no.:	3780	9363
Full name:	Momentum Group Ltd	Allan Gray Ltd
Postal Address:	P O Box 48 Newlands 7725	P O Box 51318 Cape Town 8001
Physical Address:	Great Westerford, Main Road Rondebosch Cape Town 7700	Granger Bay Court Beach Road, Cape Town V&A Waterfront 8000
Telephone number:	(012) 658 0000	(021) 415 2300
FSB approval no.:	6406	19896
		<b>Custodian</b>
Full name:		FirstRand Bank Ltd (First National Bank) (Appointed 01 May 2010)
Postal Address:		P O Box 7713 Johannesburg 2000
Physical Address:		Bank City 3 First Place, Mezzanine Floor Cnr Simmonds & Jeppe Streets Johannesburg, 2000
Telephone number:		(011) 371 3944
FSB approval no.:		3071

**PARTICIPATING EMPLOYERS**

The list of participating employers is available for inspection at the fund's registered office.

**Mineworkers Provident Fund**

**SCHEDULE B  
STATEMENT OF RESPONSIBILITY BY THE BOARD OF TRUSTEES  
For the year ended 31 December 2010**

**Responsibilities**

The board of trustees hereby certify to the best of their knowledge and belief that, during the year under review, in the execution of their duties they:

- ensured that proper registers, books and records of the operations of the fund were kept, inclusive of proper minutes of all resolutions passed by the board of trustees,
- ensured that proper internal control systems were employed by or on behalf of the fund,
- ensured that adequate and appropriate information was communicated to the members of the fund, informing them of their rights, benefits and duties in terms of the rules of the fund,
- took all reasonable steps to ensure that contributions, where applicable, were paid timeously to the fund or reported where necessary, in accordance with section 13A and regulation 33 of the Pension Funds Act in South Africa,
- obtained expert advice on matters where they lacked sufficient expertise,
- ensured that the rules and the operation and administration of the fund complied with the Pension Funds Act in South Africa, the Financial Institutions (Protection of Funds) Act and all other applicable laws,
- ensured that fidelity cover was maintained. This cover was deemed adequate and in compliance with the rules of the fund, and
- ensured that investments of the fund were implemented and maintained in accordance with the fund's investment strategy.

**Approval of the annual financial statements**

The annual financial statements of Mineworkers Provident Fund are the responsibility of the board of trustees. The board of trustees fulfils this responsibility by ensuring the implementation and maintenance of accounting systems and practices adequately supported by internal financial controls. These controls, which are implemented and executed by the fund and/or its benefit administrators, provide reasonable assurance that:

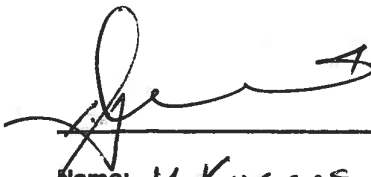
- the fund's assets are safeguarded;
- transactions are properly authorised and executed; and
- the financial records are reliable.


The annual financial statements set out on pages 12 to 43 have been prepared for regulatory purposes in accordance with:


- The Regulatory Reporting Requirements for Retirement Funds in South Africa as indicated in the principal accounting policies contained in the notes to the annual financial statements page 24 to 26;
- the financial rules of the fund; and
- the provisions of the Pension Funds Act in South Africa.

These financial statements:

- were approved by the board of trustees on 7 September 2011
- are certified by them to the best of their knowledge and belief to be correct;
- fairly represent the net assets of the fund as at 31 December 2010 as well as the results of its activities for the period then ended; and
- are signed on the board of trustees' behalf by:

  
Name: M. Koscos  
Chairperson

  
Name: Mbuleni Senene  
Trustee

  
Name: S. Wall,  
Trustee



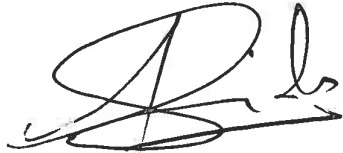
**Mineworkers Provident Fund**

**SCHEDULE C  
STATEMENT OF RESPONSIBILITY BY THE PRINCIPAL OFFICER  
For the year ended 31 December 2010**

I confirm that for the year under review Mineworkers Provident Fund has lodged with the Registrar of Pension Funds all such returns, statements, documents and any other information as are required of a pension fund in terms of the Pension Funds Act in South Africa, except for the following:

-The statutory actuarial valuation as at 31 December 2009 was not submitted within the 12 months, but was submitted on 18 January 2011.

-The annual financial statements for the year ended 31 December 2010 was not submitted by 31 August 2011 as per the extension granted by the Registrar of Pension Funds.



**Siphon Sidu**

**PRINCIPAL OFFICER**

7/9/2011

**Date**

**Mineworkers Provident Fund****SCHEDULE D****INDEPENDENT AUDITOR'S REPORT TO THE BOARD OF TRUSTEES OF THE MINEWORERS PROVIDENT FUND AND THE REGISTRAR OF PENSION FUNDS****Report on the Annual Financial Statements**

We have audited the accompanying annual financial statements of Mineworkers Provident Fund, which comprise the report of the board of trustees, and the statement of net assets and funds as at 31 December 2010, and the statement of changes in net assets and funds for the year then ended, and the notes to the financial statements, which include the principal accounting policies and other explanatory notes, as set out on pages 12 to 43.

**Board of Trustees' Responsibility for the Annual Financial Statements**

The board of trustees is responsible for the preparation and presentation of these financial statements for regulatory purposes, in accordance with the basis of preparation applicable to retirement funds in South Africa, as set out in the notes to the financial statements, and for such internal control as the trustees determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

**Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

**Opinion**

In our opinion, the financial statements of the Mineworkers Provident Fund for the year period ended 31 December 2010 have been prepared, in all material respects, in accordance with the Regulatory Reporting Requirements for Retirement Funds in South Africa.

**Level two, AAA B-BBEE rating. As a recognised value adding enterprise, our clients are able to claim B-BBEE recognition of 156.25%**

**Chief Executive:** Ajen Sita  
A full list of Directors is available from the website.

### **Report on other legal and regulatory requirements**

The fund did not comply with the provisions of the Pension Funds Act for the following matters:

- *Statutory actuarial valuation*

The statutory actuarial valuation as at 31 December 2009 has been completed by the fund's actuary. In terms of section 16 of the Pension Funds Act, an actuarial valuation must be submitted to the Registrar of Pension Funds within 12 months of the effective date of the actuarial valuation. The actuarial valuation should have been submitted to the Registrar of Pension Funds by 31 December 2010. The actuarial valuation was only submitted on 18 January 2011 and acknowledged by the Financial Services Board on 27 January 2011. This constitutes a contravention of the Pension Funds Act.
- *Annual Financial Statements*

Section 15 of the Pension Funds Act requires that financial statements be furnished to the Registrar within 6 months of the expiration of every financial year. The fund obtained an extension from the Registrar of Pension Funds to submit the 31 December 2010 annual financial statements by 31 August 2011. The fund has not submitted the financial statements for the year ended 31 December 2010 before the extension granted by the Registrar. This constitutes a contravention of the Pension Funds Act.
- *Contravention of section 14 of The Pension Funds Act as disclosed in note 9.1 of the Report of the Board of Trustees*
  - Section 14 transfers from and to the fund were not paid or received within 60 days of the approval date by the Financial Services Board as required by Section 14(2)(b) of the Pension Funds Act.
  - Section 14 transfers from and to the fund were not applied for within 180 days of the effective date of the section 14 transfer as required by Section 14(1)(a) of the Pension Funds Act of South Africa.
  - No reconciliation in the required format of Form G was prepared for section 14 transfers from and to the fund as required by paragraph 17.3 of Board Notice 134 of 2008.

### **Restriction on use**

The financial statements are prepared for regulatory purposes in accordance with the basis of preparation indicated above. Consequently, the financial statements and related auditor's report may not be suitable for another purpose.

*Ernst & Young Inc.*  
Ernst & Young Inc.  
Director - Timothy Courtis Rutherford  
Registered Auditor  
Chartered Accountant (SA)  
52 Corlett Drive  
Illovo  
Johannesburg

Date: 14 September 2011

**SCHEDULE E**  
**REPORT OF THE BOARD OF TRUSTEES**  
**For the year ended 31 December 2010**

**1. DESCRIPTION OF FUND**

**1.1 Type of fund**

In terms of section 1 of the Income Tax Act, 1962 the fund is classified as a provident fund. The fund is a defined contribution fund.

**1.2 Benefits**

- 1.2.1 The main objective of the fund is to provide benefits for employees of the participating employers on their retirement and for the dependants of members who die in service. Upon retirement a member's share of fund is applied to purchase an annuity on behalf of a member from an insurer. However, a member can elect to commute the whole or a portion of the share of fund as a lump sum. On the death of a Category A member, the member will receive his/her share of fund plus a risk benefit of thirty six times of the monthly earnings of a member plus a funeral benefit. A Category B member will receive his/her share of fund. Where a member is permanently disabled he/she will receive their full share of fund. On resignation, retrenchment or reorganization the member will receive a benefit that is equal to his/her share of fund. In an addition, on the death of a member a benefit of 36 times his deemed monthly earnings is payable with the exception of members from Crown Gold Recoveries, Rand Refinery Limited, Rand Mutual Assurance and Rustenburg Base Metals Refiners. This benefit is partly self-insured. A retiring member has an option of taking his/her benefit as an annuity.

Funeral benefit cover is provided outside of the fund rules as follows, R 10 000 to a member on death while still in service, R 5 000 for spouse cover, cover continues for 12 months after retirement due to ill health or if death occurs within 12 months of leaving service.

The fund allows for members who exit before normal retirement age to remain in the fund as deferred pensioners. If such a member dies before retirement, he/she will receive only their share of fund and no re-insured benefit.

- 1.2.2 In terms of rule 38 of the rules of the fund, should any benefit not be claimed within a period as specified in the Pension Funds Act, or the Income tax Act, 1962, or any period prescribed from time to time by the Registrar of Pension Fund or the Revenue Authorities, the benefit shall be kept in the fund for the member or a person who is entitled to the payment of the benefit in terms of the rules of the fund.
- 1.2.3 In respect of unclaimed benefits, complete records, as prescribed, are maintained as from 4 September 1989.

**SCHEDULE E**  
**REPORT OF THE BOARD OF TRUSTEES (continued)**  
For the year ended 31 December 2010

**1.3 Contributions**

*1.3.1 Description in terms of the rules of the fund*

**Gold Mines:**

The total contribution payable by and in respect of each member in the Gold Mines, who are subject to the wage Agreement 2005/6 concluded between NUM, United Association of South Africa, Solidarity and Chamber of Mines on 23 August 2005, shall be:

For purposes of retirement funding, 14.5% of wages actually earned each month, plus for purposes of risk benefits, 7% of Deemed Monthly Earnings, which is reduced by the cost of funeral benefits by a separate policy of insurance.

**Collieries:**

The total contribution payable by and in respect of each member in the Collieries, who are subject to the wage Agreement 2005/6 concluded between NUM, United Association of South Africa, Solidarity and Chamber of Mines on 2 September 2005, shall be:

For members employed by Anglo Coal, Exxaro Coal Mpumaianga, Kangra Coal, Springjake Colliery or Xstrata Coal, in categories 3 to 8:

For purposes of retirement funding, 15.5% of wages actually earned each month, plus for purposes of risk benefits, 6% of Deemed Monthly Earnings, which is reduced by the cost of funeral benefits by a separate policy of insurance.

For members employed by Delmas Coal in categories 3 to 8:

For purposes of retirement funding, 14.5% of wages actually earned each month, plus for purposes of risk benefits, 6% of Deemed Monthly Earnings, which is reduced by the cost of funeral benefits by a separate policy of insurance.

For members employed by Ingwe Collieries (Now known as BHP Billiton Energy South Africa (Pty) Ltd) in categories 3 to 8:

For purposes of retirement funding, 16.5% of wages actually earned each month, plus for purposes of risk benefits, 6% of Deemed Monthly Earnings, which is reduced by the cost of funeral benefits by a separate policy of insurance.

**For all other members:**

For purposes of retirement funding, 14% of wages actually earned each month, plus for purposes of risk benefits, 6% of Deemed Monthly Earnings, which is reduced by the cost of funeral benefits by a separate policy of insurance.

The board of trustees can accept such lower contribution rate for purposes of retirement funding for all or a category of employees of an employer who was a participating employer on 1 July 1997 as set out in the agreement as per rule 17(1) of the rules of the fund.

Members may pay additional voluntary contributions (AVC's) to the fund.

## Mineworkers Provident Fund

### SCHEDULE E REPORT OF THE BOARD OF TRUSTEES (continued) For the year ended 31 December 2010

#### 1.4 Rule Amendments

Rule amendment No.	Description and motivation	Date of board of trustees' resolution	Effective date	Date registered by the Financial Services Board	Date approved by the South African Revenue Service
4	To change the registered office of the fund, to provide for the appointment of an independent chairman.	21/05/2010	03/03/2011	Approval pending	Approval pending

All rule amendments are available at the registered office of the fund. Currently the rules are being revised by the Board of trustees to effect the self administration of the fund.

#### 1.5 Reserves

The assets of the fund are held in three accounts, which are known as the Members' Account, Risk Reserve Account and Investment Reserve Account. The assets comprising the Member's Account shall be allocated amongst the Members and the records shall be maintained as such. The assets comprising the Investment Reserve Account shall be allocated to all accounts in terms of Rule 24(4) (b) (i) and in terms of Rule 24(B) (5). The assets comprising the Risk Reserve Account shall not be allocated amongst the Members but shall be maintained for the Fund as a whole. Each account shall be maintained separately from the others and transfers between accounts shall take place only as specified in the Rules.

##### Members' Account

The following transactions are recorded in this account:

##### Credits:

- contributions made by Members for retirement funding in terms of Rule 22(2);
- contributions made by Employer towards the Members retirement funding in terms of Rule 22(2);
- any contributions made by the Members in terms of Rule 25(5);
- any transfers from the Risk Reserve Account in terms of Rule 24A and ;
- investment earnings transferred from the Investment Reserve Account;
- deemed contributions in terms of rule 23 of the rules of the fund.

##### Debits:

- benefits paid in terms of rules 25 (retirement), 26 (disability), 27 (death), 28 (retrenchment), 29 (resignation);
- transfers to another fund; and
- amounts deducted for outstanding housing loans as per the housing loan guarantee scheme;
- any tracing costs referred to in Rule 38(b).

##### Risk Reserve Account

The primary purpose of this reserve account is to provide for future death benefit payments in excess of those covered by the deceased member's full benefit. The following transactions are recorded in this account:

##### Credits:

- contributions paid to the fund by each employer towards the members risk benefit of Rule 22(2);
- contributions paid to the fund by each member towards the members risk benefit of Rule 22(2);
- any transfers to the Members Account in terms of Rule 24A;
- payments by a registered insurer with whom the fund has effected a group life assurance policy on the lives of members; and
- Investment earnings transferred from the Investment Reserve Account.

##### Debits:

- payments of premiums to registered insurers with whom the fund has effected a group life assurance policy on the lives of members;
- transfers to members account in terms of rule 24A of the rules of the fund (only category A members excess of risk benefit above full share of funds) and;
- expenses.

##### Investment Reserve Account

- The purpose of this reserve account is to manage fluctuations in the market value of the fund's investments and;
- to facilitate transfers of assets to other accounts. This account is also intended to meet expenses related to;
- the management and administration of the fund and to meet any other unforeseen contingencies.

**SCHEDULE E  
REPORT OF THE BOARD OF TRUSTEES (continued)  
For the year ended 31 December 2010**

- In addition it will be used to provide investment declarations to the other accounts. The following transactions are recorded in this account:

**Credits:**

- All interest, dividends, rentals received and other revenue and capital appreciation or depreciation of assets of the fund.

**Debits:**

- investment declarations to all accounts; and
- payment of expenses.

**2. INVESTMENTS**

**2.1 Investment strategy**

The primary investment objectives of the fund is to earn a net investment return (after investment management fees) which exceeds inflation as measured by the Consumer Price Index (CPI) by at least 4.5% per annum over any rolling 5-year period (This is equivalent to a gross investment return of some 5.0% to 5.5% per annum above inflation). Another primary investment objective is to earn the return in such a way that the member's benefits are not adversely affected by the market conditions ruling at the time of his/her exit. This implies that investment returns should not exhibit undue volatility from one year to the next.

A further investment objective of the fund is to invest a portion of the fund's assets specifically with the emphasis placed on social responsibility (SRI).The board of trustees is guided by the Growth and Development Summit in this regard and such a portion of the fund's assets will be invested in SRI shares subject to a minimum of 5%.

With these objectives in mind, the board of trustees has formulated an investment strategy whereby approximately 50% of the fund's assets are invested in a core portfolio with a focus on capital protection. The balance of the fund's assets is invested somewhat more aggressively in a market-linked portfolio, where specialist investment managers are used for each asset class.The investment strategy of the fund complies with the provisions of regulation 28 of the Pension Funds Act.

**Core Portfolio**

The core portfolio aims to provide a reasonable return relative to inflation over the long term whilst providing protection of capital over the short term. The core portfolio should reduce the short-term volatility of the overall investment return earned by the fund.

**Market-linked portfolio**

The market-linked portfolio of the fund's assets aims to provide a superior return relative to inflation over the long term (measurement periods of at least 5 years), without taking on excessive risk. The portfolio may deliver a negative return over short measurement periods (e.g. 1 year) from time to time.

Specialist investment managers are used for each asset class in this portfolio, having taken into account each investment manager's specific skills and opportunity set.

Associated with the use of specialist investment mandates, the strategic asset allocation of the market-linked portfolio has been specified as shown below:

<b>Asset class</b>	<b>Strategic allocation midpoint</b>	<b>Range</b>
SA equities	60.00%	56.00% -63.00%
SA bonds	25.00%	22.00%-28.00%
International equities	10.00%	8.00% -12.00%
International bonds	5.00%	3.50% -6.50%

**SCHEDULE E  
REPORT OF THE BOARD OF TRUSTEES (continued)  
For the year ended 31 December 2010**

**2.1.1 General**

Any cashflows available for investment and/or disinvestments for purposes of benefit or expense payments, will be directed in such a way to maintain the asset allocation of the fund's investments as close to the strategic allocation of the market-linked portfolio as shown in the table under item 2.1 above.

The table below sets out the investment manager allocation:

<b>LOCAL EQUITIES</b>	<b>% Allocation</b>
Argon Asset Management	2.21%
Coronation Fund Manager	9.81%
RMB Asset Management	5.71%
Afena Capital	1.31%
Kagiso Asset Management	1.41%
<b>LOCAL BONDS</b>	
RMB Asset Management	7.71%
<b>LOCAL CASH</b>	
Investec Asset Managers	2.40%
<b>CORE PORTFOLIO</b>	
Old Mutual Absolute Stable Growth	30.00%
Sanlam Stable Bonus	3.10%
Metropolitan Smooth Growth	3.00%
Mergence Investment Managers	6.11%
<b>GLOBAL EQUITIES</b>	
Orbis	4.41%
<b>GLOBAL BONDS</b>	
Prudential Portfolio Managers	2.20%
<b>SOCIAL RESPONSIBLE INVESTMENTS</b>	
Element Investment Managers	5.31%
Community Growth Fund	9.71%
NEWFSA	0.30%
Community Gilt Fund	5.30%
<b>Total</b>	<b>100.00%</b>

**2.1.2 Unclaimed benefits**

The investment strategy for unclaimed benefits is the same as per the general investment strategy of the fund.

**2.1.3 Surplus apportionment allocations**

The fund submitted a nil surplus scheme to the Registrar of Pension Funds, therefore there are no surplus assets to be invested.

**2.1.4 Reserve accounts**

The investment strategy for the reserve accounts is the same as the general investment strategy of the fund.



**Mineworkers Provident Fund**

**SCHEDULE E  
REPORT OF THE BOARD OF TRUSTEES (continued)  
For the year ended 31 December 2010**

**2.2 Management of investments**

The board of trustees meets on a formal basis at least four times a year in relation to the investments of the fund and monitors the performance of the fund's investments on a quarterly basis. The fund has a separate Investment Sub-committee that meets on a monthly basis to monitor the investments of the fund.

The board of trustees appointed an independent investment advisor, Selekane Asset Consultants (Pty) Ltd to assist in formulating and implementing the investment strategy of the fund, the selection of investment managers and the monitoring of the performance of the fund's investments.

During the financial year, R500 million was invested with Investec Asset Management (Pty) Ltd and R 541 million was invested with Mergence Investment Managers (Pty) Ltd. An additional R 500 million was disinvested from Coronation Asset Management (Pty) Ltd and invested in Mergence Investment Managers (Pty) Ltd.

The fair value of the fund's investment, administered by the investment administrators at the end of the year was:

	2010 R	2009 R
Old Mutual Life Assurance Company (South Africa) Ltd	5,376,672,401	6,546,608,073
RMB Asset Management (Pty) Ltd	2,403,668,010	2,196,662,506
Old Mutual Asset Managers Company (SA) (Pty) Ltd (Community Growth Management Company Ltd)	2,686,847,322	2,407,815,600
Coronation Asset Management (Pty) Ltd	1,761,541,922	1,873,832,885
Prudential Portfolio Managers (South Africa) (Pty) Ltd	401,848,527	423,575,701
Allan Gray Ltd (Orbis Investment Management)	787,410,308	802,209,985
Investec Asset Management (Pty) Ltd (Appointed 01 October 2010)	426,604,893	-
Argon Asset Management (Pty) Ltd	394,327,992	332,628,183
Afena Capital (Pty) Ltd	234,174,450	200,465,756
Kagiso Asset Management (Pty) Ltd	247,188,744	202,489,227
Metropolitan Life Ltd	531,834,939	501,254,136
Sanlam Life Insurance Ltd	551,277,534	502,158,097
Directly Held Investments (NEWFSA)	57,848,707	50,321,536
Mergence Investment Managers (Pty) Ltd	1,082,942,706	-
Element Investment Managers (Pty) Ltd (Previously Frater Asset Management (Pty) Ltd)	953,799,519	914,143,650
Total value of investments managed	<u>17,897,987,974</u>	<u>16,954,165,335</u>

**Mineworkers Provident Fund**

**SCHEDULE E  
REPORT OF THE BOARD OF TRUSTEES (continued)  
For the year ended 31 December 2010**

**3. MEMBERSHIP**

	Active members	Deferred members	Advised Benefits <2 years	Non Contributing members	Unclaimed benefits > 2 years
Number at the beginning of year	123,209	8,251	8,741	19,726	39,277
Adjustments	1,067	4,395	916	(6,631)	7,049
- Disability Benefits	(4,075)	-	-	-	-
- Re-classification of members	5,142	4,395	916	(6,631)	7,049
Additions	14,757	-	-	-	-
Transfers out	(463)	-	-	n/a	n/a
Withdrawals	(6,439)	-	-	n/a	n/a
Retirements	(2,111)	-	-	n/a	n/a
Retrenchments	(3,255)	-	-	n/a	n/a
Deaths	(2,535)	-	-	-	n/a
Unclaimed benefits paid	n/a	n/a	n/a	n/a	(1,267)
Number at the end of the year	<u>124,230</u>	<u>12,646</u>	<u>9,657</u>	<u>13,095</u>	<u>45,059</u>

The above adjustments of 1,067 under active members consist of (4,075) disability benefits during the year and of 5,142 member records that were re-classified.

The adjustment of (6 631) under Non contributing members represents members whose records were re-classified .

The adjustment of 916 Advised benefit members less than 2 years is the correction of records due to an increase in unpaid claims for the period.

The adjustment of 4,395 under deferred members relates to the re-classification of members.

The Advised benefits are members where an exit confirmation has been received, but the claim has not been finalised and paid.

## **Mineworkers Provident Fund**

### **SCHEDULE E REPORT OF THE BOARD OF TRUSTEES (continued) For the year ended 31 December 2010**

#### **4. ACTUARIAL VALUATION**

The financial statements summarise the transactions and net assets of the fund. They do not take account of liabilities to pay benefits in the future. In accordance with the rules of the fund, the financial condition of the fund is reviewed at the end of every calendar year, or shorter intervals as the board of trustees decide. Monthly asset liability matching is now performed. The last tri-annual statutory valuation, as required by section 16 of the Pension Funds Act, was performed as at 31 December 2009 and the actuary reported that the fund was in a sound financial position. (Refer to the Report of the Valuator on page 46 for the summarised findings of this valuation).

#### **5. SURPLUS APPORTIONMENT**

The fund submitted a nil surplus scheme as at the fund's surplus apportionment date which was 31 December 2003. The board of trustees resolved on 19 March 2010 to distribute any future surplus where it arose. The trustees resolved to distribute 100% of future surplus together with interest on an equitable basis in consultation with the actuary. The future surplus payable to the affected members shall be paid after deducting tracing and administration costs.

#### **6. HOUSING LOAN FACILITIES**

The fund does not grant direct housing loans. As from 1 September 1996 the trustees decided to assist members with housing loans by using a portion of the benefit in the fund as security in terms of rule 31(10) of the rules of the Fund and section 19(5) of the Pension Funds Act in South Africa. The board of trustees approved Standard Bank of South Africa Limited, U Bank (previously known as Teba Bank Limited) and ABSA Bank Limited to participate in the Housing Loan Guarantee Scheme. Refer to note 4 in the notes to the annual financial statements for details of the guarantees provided.

#### **7. INVESTMENTS IN PARTICIPATING EMPLOYERS**

Details of investments in participating employers are provided in note 3.2 of the notes to the annual financial statements. The investments represent 4.19% of the total investments at 31 December 2010 and no exemption is required from the Registrar of Pension Funds in terms of section 19(4) of the Pension Funds Act in South Africa.

#### **8. SUBSEQUENT EVENTS**

The following subsequent events occurred after the current reporting date of the fund:

- The fund terminated its benefit administration agreement with AdviceAtWork (Pty) Ltd as at 31 December 2010 and became a self administered fund with effect from 1 January 2011. As part of the new administration capability, the fund has had to amend its rules. The revised rules have been drafted and submitted to NUM and the Chamber of Mines. The rules have not yet been approved by the trustees or been submitted to the Financial Services Board as a result of the conversion the basis of allocations return to members changed from an interim and final basis to a monthly declared basis and the investment reserve was allocated to all members and new contingent reserves were created.
- The fund entered into a lease agreement with the Simon Katz Family Trust for the lease of Suite No. 9 situated in the M&B Centre with effect from 1 April 2011. This will be used as the Witbank Walk in Centre.
- The fund entered into a lease agreement with S Buys Properties (Pty) Ltd for the lease of Lot 1335, Carletonville with effect from 1 April 2011. This will be used as the Carletonville Walk in Centre.
- The fund entered into a lease agreement with The Johannesburg Land Company (Pty) Ltd for the lease of an area on the ground floor of the Life Centre in Johannesburg with effect from 1 January 2011. This will be used as the Johannesburg Walk in Centre.
- The fund entered into a remote processing services agreement with Global ASP Technologies (Pty) Ltd with effect from 1 January 2011.
- The fund entered into agreements with three additional tracing agencies, namely XDS, Bophelo, and ICTS with effect from July 2011.

**SCHEDULE E**  
**REPORT OF THE BOARD OF TRUSTEES (continued)**  
**For the year ended 31 December 2010**

**9. OTHER**

**9.1 Other regulatory matters**

**Blanket Section 14 transfers**

- The blanket section 14 transfers to the Sentinel Mining Industry Retirement Fund and to the Mine Employees Pension Fund, effective from 31 January 2008 to 31 January 2009 have expired and therefore ceased to be valid as per Board Notice 134 of 2008. The fund did not submit the final scheme of members that transferred to the Registrar of Pension Funds within 2 months after the 12 month expiry date which ended on 31 January 2009. The following transfer values were paid in 2009 and 2010 for these blanket transfers:
- For the blanket transfer to the Sentinel Mining Industry Retirement Fund, 147 members were transferred and paid to the value of R8 936 129.
- For the blanket transfer to the Mine Employees Pension Fund, 109 members were transferred and paid to the value of R5 596 654. At the end of 31 December 2010, 3 members to the value of R187 043 were still payable from the fund. The blanket section 14 transfers to the Sentinel Mining Industry Retirement Fund and to the Mine Employees Pension Fund, effective from 1 January 2010 to 31 December 2010 have expired and therefore ceased to be valid as per Board Notice 134 of 2008. The fund did not submit the final scheme of members that transferred to the Registrar of Pension Funds within 2 months after the 12 month expiry date which ended on 28 February 2011. The following transfer values were disclosed as contingent liabilities (Section 14 transfers applied for not yet approved) for these blanket transfers:
- For the blanket transfer to the Sentinel Mining Industry Retirement Fund, 63 members to the value of R5 123 057.
- For the blanket transfer to the Mine Employees Pension Fund, 57 members to the value of R7 019 308.

**Normal Section 14 transfers**

- For the following section 14 transfers to and from the fund, the actual transfer values received or paid did not agree to the approved section 14 application by the Financial Services Board and no reconciliation in the required Form G as per Board Notice 134 of 2008, was performed:
- Transfer from the Concor Group Provident Fund, effective from 20/07/2006 was approved by the Financial Services Board for 216 members but only 73 members transferred.
- Transfer from the Samancor Manganese Provident Fund, effective from 31/07/2007 was approved by the Financial Services Board for 6 members but only 4 members transferred.
- Transfer to the Chamber of Mines Retirement Fund, effective from 30/04/1999 & 30/06/2000 was approved by the Financial Services Board for 3 members but only 2 members transferred.
- Transfer to the Mine Employees Pension Fund, effective from 01/01/2006 was approved by the Financial Services Board for 94 members but only 79 members transferred.
- Transfer to the Sentinel Mining Industry Retirement Fund, effective from 01/01/2006 was approved by the Financial Services Board for 347 members but only 159 members transferred.
- Transfer to the Barberton Retirement Fund, with various effective dates was approved by the Financial Services Board for 25 members but only 20 members transferred.
- Transfer to the MRR Retirement Fund, effective from 01/03/2008 & 01/04/2008 was approved by the Financial Services Board for 348 members but only 330 members transferred.

For the following section 14 transfers to and from the fund, the actual transfer values were not received or paid within 60 days of the approved section 14 application by the Financial Services Board:

- Transfer from the Concor Group Provident Fund, effective from 20/07/2006.
- Transfer from the Samancor Manganese Provident Fund, effective from 31/07/2007.
- Transfer from the Samancor Manganese Provident Fund, effective from 29/02/2008.
- Transfer to the Mine Employees Pension Fund, effective from 01/01/2006.
- Transfer to the Sentinel Mining Industry Retirement Fund, effective from 01/01/2006 had 18 members that were paid after 60 days.
- Transfer to Chamber of Mines Retirement Fund, effective various dates, 1 member was paid after 60 days.
- Transfer to the Barberton Retirement Fund, with various effective dates was paid after 60 days.
- Transfer to the MRR Retirement Fund, effective from 01/03/2008 & 01/04/2008 still has 122 members payable at the end of the year to the value of R49,268,864, which is after 60 days.

**SCHEDULE E**  
**REPORT OF THE BOARD OF TRUSTEES (continued)**  
**For the year ended 31 December 2010**

**9.2 Living Hands**

- Over the period 1989 to 2006 the Fund settled death benefits due to selected dependants of deceased members of the Fund with The Living Hands Umbrella Trust (previously Mantadia), as it was permitted to do in terms of Section 37C(2) of the Pension Fund Act. The administrator of the Living Hands Umbrella Trust (previously Mantadia) was taken over by Fidentia Holdings in October 2004, and in January 2007, was placed under curatorship, along with the rest of the Fidentia Group. The Living Hands Umbrella Trust has since been unable to meet all of its obligations to its beneficiaries.

The Fund resolved to make no further payments to the Living Hands Umbrella Trust from November 2005. To the extent that payments were made contrary to the Trustees' instructions, the Fund may have a right of recovery against the responsible parties for any losses sustained by the Fund.

No litigation has been notified to, or is pending against the fund.

**Mineworkers Provident Fund**

**SCHEDULE F  
STATEMENT OF NET ASSETS AND FUNDS  
As at 31 December 2010**

	Notes	31 December 2010 R	31 December 2009 R
<b>ASSETS</b>			
<b>Non-current assets</b>		17,900,972,972	16,954,183,601
Plant and equipment	2	2,984,998	18,266
Investments	3	17,897,987,974	16,954,165,335
<b>Current assets</b>		362,604,891	315,914,671
Accounts receivable	5	171,501,844	171,531,565
Contributions receivable	11	107,826,259	96,411,742
Cash at bank		83,276,788	47,971,364
<b>Total assets</b>		<b>18,263,577,863</b>	<b>17,270,098,272</b>
<b>FUNDS AND LIABILITIES</b>			
<b>Members' funds</b>			
Members' individual accounts		12,625,161,829	11,322,031,469
Amounts to be allocated	17	17,215,209	13,857,648
		12,642,377,038	11,335,889,117
<b>Reserves</b>			
Reserve accounts	16	2,294,453,313	3,249,751,030
<b>Total funds and reserves</b>		14,936,830,351	14,585,640,147
<b>Non-current liabilities</b>			
Unclaimed benefits	9	1,578,486,412	444,832,440
<b>Current liabilities</b>			
Transfers payable	7	52,920,282	10,903,052
Benefits payable	8	1,658,736,937	2,174,816,717
Accounts payable	10	36,603,881	53,905,916
<b>Total funds and liabilities</b>		<b>18,263,577,863</b>	<b>17,270,098,272</b>

Mineworkers Provident Fund

**SCHEDULE G**  
**STATEMENT OF CHANGES IN NET ASSETS AND FUNDS**  
 For the year ended 31 December 2010

	Notes	A		B		A+B		Total	
		Members' individual accounts & amounts to be allocated	Reserve accounts Refer note 16	Individual	Reserve	Current Period	Previous Period	Current Period	Previous Period
		R	R	R	R	R	R	R	R
Contributions received and accrued	11	1,119,385,501	479,903,084	1,599,288,585	1,484,421,143				
Reinsurance proceeds		-	253,129,639	253,129,639	195,075,305				
Net investment income	12	-	1,868,097,799	1,868,097,799	1,608,171,533				
Allocated to unclaimed benefits	9	-	(133,453,624)	(133,453,624)	(28,671,586)				
Other income	12.1	-	-	-	86,625				
Less:									
Re-insurance premiums		-	(412,129,379)	(412,129,379)	(349,453,902)				
Administration expenses	13	-	(334,905,833)	(334,905,833)	(303,668,581)				
			(77,223,546)	(77,223,546)	(45,785,321)				
<b>Net income before transfers and benefits</b>		<b>1,119,385,501</b>	<b>2,055,547,519</b>	<b>3,174,933,020</b>	<b>2,909,629,118</b>				
<b>Transfers and benefits</b>		<b>(2,390,021,380)</b>	<b>(433,721,436)</b>	<b>(2,823,742,816)</b>	<b>(1,998,064,247)</b>				
Transfer from other funds	6	896,928	-	896,928	7,980,433				
Transfer to other funds	7	(99,510,606)	-	(99,510,606)	(26,980,278)				
Benefits	8	(2,291,407,702)	(433,721,436)	(2,725,129,138)	(1,979,064,402)				
<b>Net income after transfers and benefits</b>		<b>(1,270,635,879)</b>	<b>1,621,826,083</b>	<b>351,190,204</b>	<b>911,564,871</b>				
<b>Funds and reserves</b>									
Balance at beginning of period		11,335,889,117	3,249,751,030	14,585,640,147	13,674,075,276				
Investment income allocated to members	16	1,737,954,413	(1,737,954,413)	-	-				
Transfer from reserve account		839,169,387	(839,169,387)	-	-				
Investment income allocated to active members		835,864,717	(835,864,717)	-	-				
Withdrawal surplus		3,304,670	(3,304,670)	-	-				
<b>Balance at end of period</b>		<b>12,642,377,038</b>	<b>2,294,453,313</b>	<b>14,936,830,351</b>	<b>14,585,640,147</b>				

## Mineworkers Provident Fund

### SCHEDULE HA NOTES TO THE ANNUAL FINANCIAL STATEMENTS For the year ended 31 December 2010

#### 1. PRINCIPAL ACCOUNTING POLICIES

The following accounting principles, which are consistent with those of the previous period are used by the fund:

##### 1.1 PURPOSE AND BASIS OF PREPARATION OF ANNUAL FINANCIAL STATEMENTS

The annual financial statements are prepared in accordance with Regulatory Reporting Requirements for Retirement Funds in South Africa, the rules of the fund and the provisions of the Pension Funds Act in South Africa.

The annual financial statements are prepared on the historical cost and going concern basis, except where specifically indicated in the accounting policies below.

##### 1.2 PLANT AND EQUIPMENT

Depreciation is calculated on the straight line method to write off the cost of each asset to their residual value over their estimated useful life as follows:

Office equipment	3 years
Furniture and fittings	3 years
Computer equipment and software	3 years

##### 1.3 INVESTMENTS

Marketable securities are carried at market value. Market value is calculated by reference to stock exchange quoted selling prices at the close of business on the balance sheet date.

Non-current investments excluding marketable securities are shown at cost and adjustments are made only where, in the opinion of the board of trustees, the investment is impaired. Where an investment has been impaired, it is recognised as an expense in the period in which the impairment is identified.

##### 1.4 FINANCIAL INSTRUMENTS

###### *Measurement*

Financial instruments carried on the statement of net assets and funds include cash and bank balances, investments, receivables and payables. The particular recognition methods adopted are disclosed in the individual policy statements associated with each item.

Financial instruments are initially measured at cost, which includes transaction costs. Subsequent to initial recognition, these instruments are measured as set out below.

###### *Investments*

Held to maturity investments are measured at amortised cost using effective interest rates. Available for sale investments are measured at fair value. The fair value of marketable securities is calculated by reference to the Stock Exchange quoted selling prices at the close of business on the balance sheet date.

###### *Collective investment scheme*

Collective investment schemes are valued at the repurchase price. The value of unlisted shares is determined by the board of trustees using appropriate valuation methods.



**SCHEDULE HA**  
**NOTES TO THE ANNUAL FINANCIAL STATEMENTS (continued)**  
**For the year ended 31 December 2010**

***Insurance policies***

Market related insurance policies

Insurance policies linked to listed investments are valued at fair value, i.e. equivalent to market value of the underlying assets as certified by the insurers concerned.

Non-linked insurance policies

Insurance policies in guaranteed funds are valued at fair value, i.e. equivalent to the guaranteed amount as certified by the insurers concerned. Non-vested income is included in the fair value calculation to the extent that it is not expected that there will be significant variability in the value of the non-vested income.

***Derivatives***

Derivative contracts are entered into mainly to hedge exposure to equities and interest generating investments. The parameters are defined in terms of the investment policy statement approved by the board of trustees.

***Accounts receivable***

Accounts receivable originated by the fund are stated at amortised cost less provision for doubtful debts.

***Cash and cash equivalents***

Cash and cash equivalents are measured at fair value.

***Accounts payable***

Accounts payable are recognised at amortised cost, namely original debt less principal payments and amortisations.

***Benefits payable***

Benefits payable consist of claims notified to the fund by the employer when the annual financial statements are prepared by the fund.

**1.5 CONTRIBUTIONS**

Gross contributions are brought to account on the accrual basis.

**1.6 DIVIDEND INCOME, INSURANCE POLICY INCOME AND INTEREST**

Interest is recognised on a time proportion basis, taking account of the principal outstanding and the effective rate over the period to maturity when it is determined that such income will accrue to the fund.

Insurance policy income and dividends are recognised when the right to receive payment is established.

Income on collective investment schemes is recognised when the right to receive payment is established.

***Gains and losses on subsequent measurement***

Gains and losses on subsequent measurement to fair value of investments and of all other financial instruments are recognised in the net surplus or deficit during the period in which the change arises.

**1.7 COMPARATIVES**

Where necessary, comparative figures have been adjusted to conform to changes in presentation in the current year.

**1.8 TRANSFER TO AND FROM THE FUND**

Section 14 transfers to or from the fund are recognised on approval being granted by the Financial Services Board. Individual transfers are recognised when the individual member's transfer is received or paid.

**Mineworkers Provident Fund**

**SCHEDULE HA  
NOTES TO THE ANNUAL FINANCIAL STATEMENTS (continued)  
For the year ended 31 December 2010**

**1.9 CONTINGENT LIABILITIES**

By their nature, contingencies will only be resolved when one or more future events occur or fail to occur. The assessment of such contingencies inherently involve the exercise of significant judgement and estimates of the outcome of future events.

Litigation and other judicial proceedings as a rule raise difficult and complex legal issues and are subject to uncertainties and complexities including, but not limited to, the facts and circumstances of each particular case. Upon resolution of any pending legal matter, the fund may be forced to incur charges in excess of insurance coverage. It is possible but not probable that the financial position and statement of changes in net assets and funds of the fund could be materially affected by the unfavourable outcome of litigation.

Mineworkers Provident Fund

**SCHEDULE HA**  
**NOTES TO THE ANNUAL FINANCIAL STATEMENTS (continued)**  
**For the year ended 31 December 2010**

**3. INVESTMENTS**

**3.1 Investment summary**

	Notes	A		B	A+B		Fair value current period	Categorised per IAS 39
		Local	Foreign		Total current period	Total previous period		
		R	R	R	R	R		
Cash and deposits		1,208,311,888	-	1,208,311,888	404,649,962	1,208,311,888	At fair value through statement of changes in net assets and funds	
Debentures		-	-	-	266,746	-	At fair value through statement of changes in net assets and funds	
Bills, bonds and securities		1,313,769,349	-	1,313,769,349	1,057,175,909	1,313,769,349	At fair value through statement of changes in net assets and funds	
Equities		4,192,255,405	36,721,997	4,228,977,402	3,743,242,134	4,228,977,402	At fair value through statement of changes in net assets and funds	
- Equities with primary listing on JSE		3,499,693,318	-	3,499,693,318	2,929,435,785	3,499,693,318	At fair value through statement of changes in net assets and funds	
- Equities with secondary listing on JSE		687,617,363	36,721,997	724,339,360	813,806,349	724,339,360	At fair value through statement of changes in net assets and funds	
- Equity index-linked instruments		4,944,724	-	4,944,724	-	4,944,724	At fair value through statement of changes in net assets and funds	
Insurance policies		5,255,559,715	1,206,536,155	6,462,095,870	7,550,020,308	6,462,095,870	At fair value through statement of changes in net assets and funds	
- Non-linked insurance policies		5,255,559,715	1,206,536,155	6,462,095,870	7,550,020,308	6,462,095,870	At fair value through statement of changes in net assets and funds	
Collective investment scheme		2,744,696,029	1,189,258,835	3,933,954,864	3,683,922,821	3,933,954,864	At fair value through statement of changes in net assets and funds	
Derivative market investments		(278,479)	-	(278,479)	15,254,593	(278,479)	At fair value through statement of changes in net assets and funds	
Investment in participating employer(s)	3.2	751,157,080	-	751,157,080	499,632,862	751,157,080	At fair value through statement of changes in net assets and funds	
		<u>15,465,470,987</u>	<u>2,432,516,987</u>	<u>17,897,987,974</u>	<u>16,954,165,335</u>	<u>17,897,987,974</u>		

Mineworkers Provident Fund

SCHEDULE HA  
NOTES TO THE ANNUAL FINANCIAL STATEMENTS (continued)  
For the year ended 31 December 2010

3.2 Investment in participating employers/s	At beginning of year		Additions		Repaid/Disposals		Interest capitalised		Other adjustments		At end of year	
	R	R	R	R	R	R	R	R	R	R	R	
Other												
Anglo American Platinum Corp	2,297,458	15,789,571	(883,475)						(152,945)			17,050,609
Anglo American plc	142,884,873	78,978,520	(46,440,989)						89,586,942			265,009,346
Gold Fields Limited	40,327,784	9,280,812	(5,518,265)						28,496,035			72,586,366
BHP Billiton plc	136,394,211	68,299,946	(57,557,807)						31,140,932			178,277,282
African Rainbow Minerals	22,725,641	30,545,012	(22,770,570)						(387,290)			30,112,793
Metrox Ltd	-	5,770,379	(10,129,605)						18,404,894			14,045,668
Northam Platinum Limited	19,629,048	3,666,348	(6,393,161)						(3,642,925)			13,259,310
AngloGold Ashanti Limited	55,416,437	132,453,395	(47,757,555)						(39,705,596)			100,406,681
Exxaro Resources Limited	71,438,917	8,553,581	(11,661,139)						(16,894,219)			51,437,140
Harmony Gold Mine	8,518,493	11,945,904	(11,722,094)						229,582			8,971,885
	<u>499,632,862</u>	<u>365,283,468</u>	<u>(220,834,660)</u>						<u>107,075,410</u>			<u>751,157,080</u>

Mineworkers Provident Fund

**SCHEDULE HA**  
**NOTES TO THE ANNUAL FINANCIAL STATEMENTS (continued)**  
**For the year ended 31 December 2010**

**4. HOUSING LOANS GRANTED IN TERMS OF THE RULES OF THE FUND AND SECTION 19(5) OF THE PENSION FUNDS ACT, 1956**

**Housing loan guarantees**

The fund has granted the following housing loan guarantees as at 31 December 2010.

<u>Institution</u>	<u>Loans Granted</u>	<u>Number of Members</u>	<u>Limit</u>
U Bank (previously Teba Bank)	R 67 557 730	1 985	None
ABSA Bank Ltd	R 2 447 079	73	60%
Standard Bank	R 35 151 563	9 254	60%
<u>Institution</u>	<u>Available facility</u>	<u>Renewal date</u>	
U Bank (previously Teba Bank)	No limit	None	
ABSA Bank Ltd	72 000 000	2 August 2012	
Standard Bank	300 000 000	29 February 2012	

The amount of the guarantee may not exceed 60% of an amount equal to the member's withdrawal benefit on the date the loan application is made. The fund appointed U Bank (previously Teba Bank Limited) as an additional service provider for housing loans with effect from 11 December 2007. The trustees are currently in the process of amending the agreement to limit the housing loan guarantee to 60% of the fund credit of the member.

**Mineworkers Provident Fund**

**SCHEDULE HA  
NOTES TO THE ANNUAL FINANCIAL STATEMENTS (continued)  
For the year ended 31 December 2010**

**5. ACCOUNTS RECEIVABLE**

	<b>2010</b>	<b>2009</b>
	<b>R</b>	<b>R</b>
Re-insurance proceeds	165,008,201	171,050,781
Prepaid expenses	4,113,224	-
Administration fees	-	2,867
Interest on late payment of contributions	85,284	5,125
Interest accrued on current account	363,561	353,751
Cadiz (Transitional Managers)	-	118,672
Sundry receivable	-	369
South African Revenue Service - Unclaimed benefit taxation refund	1,374,090	-
Professional indemnity claims	494,784	-
Self administration costs - Project management cost refund	62,700	-
	<u>171,501,844</u>	<u>171,531,565</u>

Mineworkers Provident Fund

SCHEDULE HA  
NOTES TO THE ANNUAL FINANCIAL STATEMENTS (continued)  
For the year ended 31 December 2010

6. TRANSFERS FROM OTHER FUNDS

	Effective date	No. of members	Applied for not yet approved (contingent)	A		B	C	D	A+B+C-D
				At beginning of the year	At end of year				
			R	R	R	R	R	R	R
In terms of section 14									
Concor Group Provident Fund	20/07/2006	73	-	-	156,041	59,597	(215,638)	-	-
Samancor Manganese Provident Fund	31/07/2007	4	-	-	203,309	27,634	(230,943)	-	-
Samancor Manganese Provident Fund	29/02/2008	3	-	-	488,414	60,654	(549,068)	-	-
Samancor Manganese Provident Fund	30/06/2007	1	-	-	(98,721)	-	98,721	-	-
Prospective approvals in terms of section 14									
The Bridging Provident Fund (President Steyn)	01/09/2007	3,717	38,399,458	-	-	-	-	-	-
The Bridging Provident Fund (Ubuntu)	01/08/2006	25	205,496	-	-	-	-	-	-
Billiton Pension Fund	01/11/2007	1	256,000	-	-	-	-	-	-
Ubuntu Small Scale Mining Retirement Fund	01/12/2006	1	34,853	-	-	-	-	-	-
Ubuntu Small Scale Mining Retirement Fund	01/09/2006	1	3,214	-	-	-	-	-	-
Ubuntu Small Scale Mining Retirement Fund	01/04/2007	1	30,095	-	-	-	-	-	-
Ubuntu Small Scale Mining Retirement Fund	01/12/2007	1	76,951	-	-	-	-	-	-
Ubuntu Small Scale Mining Retirement Fund	01/03/2007	2	112,593	-	-	-	-	-	-
Ubhaqa Provident Fund	30/06/2007	335	24,806,074	-	-	-	-	-	-
Simmer & Jack Mines Limited Provident Fund	01/01/2010	8	45,651	-	-	-	-	-	-
Absa Small Business Prov Fund	01/02/2010	137	1,096,063	-	-	-	-	-	-
<b>Total</b>		<b>4,310</b>	<b>65,056,448</b>		<b>749,043</b>	<b>147,885</b>	<b>(896,928)</b>		
Transfers approved (B)					<b>749,043</b>	<b>147,885</b>	<b>(896,928)</b>		<b>749,043</b>
Return on transfers (C)									<b>147,885</b>
Statement of changes in net assets and funds									<b>896,928</b>

Mineworkers Provident Fund

SCHEDULE HA  
NOTES TO THE ANNUAL FINANCIAL STATEMENTS (continued)  
For the year ended 31 December 2010

7. TRANSFERS TO OTHER FUNDS

	Effective date	No. of members	Applied for not yet approved (contingent)	A		B		C		D		A+B+C-D	
				At beginning of the year	At beginning of the year	Transfers approved	Return on Transfers	Assets transferred	At end of year				
			R	R	R	R	R	R	R	R	R	R	R
In terms of section 14													
Chamber Of Mines Retirement Fund (Eff dates 30/04/1999 to 30/06/2000)		2	-	-	37,772	50,388	(88,160)	-	-	-	-	-	-
Sentinel Mining Industry Retirement Fund (Blanket) (Eff dates 31/01/2008 to 31/01/2009)		147	-	3,135,180	(153,347)	197,201	(3,179,034)	-	-	-	-	-	-
Mine Employees Pension Fund (Blanket) (Eff dates 31/01/2008 to 31/01/2009)		109	-	3,576,548	(111,563)	1,845	(3,279,787)	187,043	-	-	-	-	-
Mine Employees Pension Fund (Eff dates 31/01/2008 to 31/01/2009)		79	-	1,015,867	(63,254)	1,875	(12,503)	941,985	-	-	-	-	-
Sentinel Mining Industry Retirement Fund	01/01/2006	159	-	-	15,757,495	2,986,215	(16,221,320)	2,522,390	-	-	-	-	-
Chamber of Mines Retirement Fund	24/05/2007	1	-	194,679	-	-	(194,679)	-	-	-	-	-	-
Barberton Retirement Fund	31/08/2007	20	-	2,980,778	(1,076,806)	388,062	(2,292,034)	-	-	-	-	-	-
MRR Retirement Fund (Eff dates 01/03/2008 to 01/04/2008)		330	-	-	70,236,336	10,605,618	(31,573,090)	49,268,864	-	-	-	-	-
Individual transfers		4	-	-	547,706	105,063	(652,769)	-	-	-	-	-	-
Prospective approvals in terms of section 14													
Chamber of Mines Retirement Fund	01/07/2008	2	514,062	-	-	-	-	-	-	-	-	-	-
Mine Employees Pension Fund (Eff dates 14/12/2005 to 30/11/2009)		4	442,266	-	-	-	-	-	-	-	-	-	-
Sentinel Mining Industry Retirement Fund (Eff dates 31/01/2002 to 31/08/2009)		14	1,560,576	-	-	-	-	-	-	-	-	-	-
Amplats Retirement Fund	01/07/2009	1	5,715	-	-	-	-	-	-	-	-	-	-
Billiton Pension Fund	01/11/2009	1	905,449	-	-	-	-	-	-	-	-	-	-



Mineworkers Provident Fund

SCHEDULE HA  
 NOTES TO THE ANNUAL FINANCIAL STATEMENTS (continued)  
 For the year ended 31 December 2010

7. TRANSFERS TO OTHER FUNDS (Continued)

	Effective date	No. of members	Applied for not yet approved (contingent)	A		B		C		D		A+B+C-D	
				At beginning of the year	At end of year	Transfers approved	Return on Transfers	Assets transferred	At end of year				
				R	R	R	R	R	R	R	R	R	R
Mine Employees Pension Fund (Blanket) (Eff dates 01/01/2010 to 31/12/2010)		57	7,019,308	-	-	-	-	-	-	-	-	-	-
Chamber of Mines Retirement Fund	01/08/2009	20	4,719,447	-	-	-	-	-	-	-	-	-	-
Negotiated Solutions Retirement Fund (Eff dates 01/01/2009 to 01/01/2010)		391	1,140,320	-	-	-	-	-	-	-	-	-	-
MRR Retirement Fund	01/01/2008	1	354,457	-	-	-	-	-	-	-	-	-	-
Barberton Retirement Fund (Eff dates 15/03/2008 to 15/08/2010)		9	619,320	-	-	-	-	-	-	-	-	-	-
Chamber of Mines Retirement Fund	01/08/2010	4	1,763,542	-	-	-	-	-	-	-	-	-	-
Sentinel Mining Industry Retirement Fund (Blanket)(Eff dates 01/01/2010 to 31/12/2010)		63	5,123,057	-	-	-	-	-	-	-	-	-	-
<b>Total</b>		<b>1,418</b>	<b>24,167,519</b>	<b>10,903,052</b>	<b>85,174,339</b>	<b>14,336,267</b>	<b>(57,493,376)</b>	<b>52,920,282</b>	<b>85,174,339</b>	<b>14,336,267</b>	<b>99,510,606</b>		
Transfers approved (B)													
Return on transfers (C)													
Statement of changes in net assets and funds													

Mineworkers Provident Fund

SCHEDULE HA  
 NOTES TO THE ANNUAL FINANCIAL STATEMENTS (continued)  
 For the year ended 31 December 2010

8. BENEFITS

8.1 Benefits - current members

	At beginning of year		Benefits for current period		Return allocated		Payments		Transferred to unclaimed benefits		At end of year	
	R	R	R	R	R	R	R	R	R	R	R	
Lump sums on retirement												
- Full benefit	36,481,635		345,199,786		58,438,330		(370,684,022)		(8,022,126)			61,413,603
Lump sums before retirement												
- Terminally ill benefits	139,865,183		549,977,777		84,426,425		(570,240,299)		(17,464,081)			186,565,005
- Death benefits	1,804,272,270		798,626,177		(584,830)		(519,459,671)		(988,226,352)			1,094,627,594
- Withdrawal benefits	173,791,377		245,287,050		41,849,264		(305,482,304)		(34,037,622)			121,407,765
- Retrenchment benefits	20,406,252		526,087,653		75,821,506		(424,230,424)		(3,362,017)			194,722,970
	<u>2,174,816,717</u>		<u>2,465,178,443</u>		<u>259,950,695</u>		<u>(2,190,096,720)</u>		<u>(1,051,112,198)</u>			<u>1,658,736,937</u>

Benefits for current year (B)

Return allocated (C)

Statement of changes in net assets and funds

2,465,178,443
<u>259,950,695</u>
<u>2,725,129,138</u>

Mineworkers Provident Fund

SCHEDULE HA  
 NOTES TO THE ANNUAL FINANCIAL STATEMENTS (continued)  
 For the year ended 31 December 2010

9. UNCLAIMED BENEFITS

	2010 R	2009 R
At beginning of the year	444,832,440	406,168,273
Transferred from benefits payable	1,051,112,198	29,666,541
Investment income allocated	133,453,624	28,671,586
Less:		
- Payments	(50,911,850)	(19,673,960)
Balance at the end of the year	<u>1,578,486,412</u>	<u>444,832,440</u>

10. ACCOUNTS PAYABLE

	2010 R	2009 R
Re-insurance premiums	28,373,375	41,853,412
South African Revenue Services - PAYE	254,420	4,350,667
Training and development expenses	8,240	-
Staff expenses	57,525	54,159
Audit fees	1,016,310	969,000
Administration fees	6,217,428	5,927,874
Translation expenses	-	773
Actuarial fees	151,941	-
Telephone expenses	2,252	3,739
Travel and accommodation	-	77,577
Principal officer remuneration	211,279	134,604
Communication fees	-	28,001
Independent chairperson fees- Audit and Risk Sub-committee	153,900	-
Legal expenses	92,082	183,550
Printing and stationery	-	322,560
Other payables	65,129	-
	<u>36,603,881</u>	<u>53,905,916</u>

11. CONTRIBUTIONS

	A At beginning of the year R	B Towards retirement R	C Towards re- insurance and expenses R	D Contributions received R	A+B+C-D At end of the year R
Member contributions - received and accrued	29,014,994	468,400,199	-	(464,897,872)	32,517,321
Employer contributions - received and accrued	66,532,595	636,923,570	479,903,084	(1,109,027,376)	74,331,873
Additional voluntary contributions - members	864,153	14,061,732	-	(13,948,820)	977,065
	<u>96,411,742</u>	<u>1,119,385,501</u>	<u>479,903,084</u>	<u>(1,587,874,068)</u>	<u>107,826,259</u>
Towards retirement					1,119,385,501
Towards reinsurance and expenses					479,903,084
Statement of changes in net assets and funds					<u>1,599,288,585</u>

**Mineworkers Provident Fund**

**SCHEDULE HA  
NOTES TO THE ANNUAL FINANCIAL STATEMENTS (continued)  
For the year ended 31 December 2010**

**12. NET INVESTMENT INCOME**

	2010 R	2009 R
Income from investments	1,093,627,892	536,971,627
• Dividends	117,254,881	149,646,700
• Interest	195,013,513	138,449,860
• Collective investment schemes distribution	349,031,722	108,331,750
• Income from insurance policies	432,327,776	140,543,317
Interest on late payment of contributions	91,964	212,952
Adjustment to fair value	836,708,509	1,131,013,724
	<u>1,930,428,365</u>	<u>1,668,198,303</u>
Less: Expenses incurred in managing investments	(62,330,566)	(60,026,770)
	<u><u>1,868,097,799</u></u>	<u><u>1,608,171,533</u></u>

**12.1. OTHER INCOME**

	2010 R	2009 R
Other	-	75,000
South African Revenue Services retirement fund tax refunds	-	11,625
<b>Total</b>	<u><u>-</u></u>	<u><u>86,625</u></u>

In the previous financial year, Old Mutual Life Assurance Company (South Africa) Limited donated R 50 000 and Element Investment Managers (Pty) Ltd donated R 25 000 to the fund for its communication strategy towards its members. The South African Revenue Service refunded the fund an amount of R 11 625 for retirement fund taxation overpayments in the prior financial periods.

Mineworkers Provident Fund

SCHEDULE HA  
NOTES TO THE ANNUAL FINANCIAL STATEMENTS (continued)  
For the year ended 31 December 2010

13. ADMINISTRATION EXPENSES

	2010 R	2009 R
Actuarial fees	549,943	547,200
Administration fees	48,349,582	35,968,172
Audit fees	1,031,157	984,675
- Audit fees - Audit services	983,847	984,675
- Audit fees - Other	47,310	-
Consultancy fees	22,230	208,650
Depreciation	53,532	2,257
Fidelity Insurance	1,069,250	998,600
Levies	2,126,801	2,063,397
Tracing agents fees	1,210,012	19,056
Bank charges	240,466	231,275
Advertising and communication expenses	33,924	43,295
Printing and stationery	650,137	719,797
Legal fees	466,847	257,693
Investment consultancy fees	965,135	896,420
Independent chairperson fees - Audit and Risk Sub-committee	153,900	376,200
Self administration investigation costs	-	916,675
Settlement of legal dispute	-	212,663
Self administration costs (see breakdown below)	18,383,388	-
Office expenses	400	600
Principal officer expenses	13.3 1,042,536	562,383
Staff expenses	13.2 303,299	311,123
Trustees' expenses	13.1 571,007	465,190
	77,223,546	45,785,321

Self administration costs:

Consulting	3,353,790
Infrastructure	12,872,880
Legal & Compliance	161,310
Audit & Compliance	224,217
Office Renovations	1,673,343
Rent	89,416
Trustee Expenses	8,430
<b>Total</b>	<b>18,383,388</b>

13.1 Trustees' expenses

	2010 R	2009 R
Meeting catering expenses	171,565	99,101
Training and development	216,400	126,937
Travelling and accommodation	183,042	239,152
	571,007	465,190

13.2 Staff expenses

	2010 R	2009 R
Staff expenses- Remuneration	303,299	311,123
	303,299	311,123

**Mineworkers Provident Fund**

**SCHEDULE HA  
NOTES TO THE ANNUAL FINANCIAL STATEMENTS (continued)  
For the year ended 31 December 2010**

**13.3 Principal officer expenses**

	<b>2010</b>	<b>2009</b>
	<b>R</b>	<b>R</b>
Principal officer expenses - Remuneration	981,225	498,696
Principal officer expenses - Allowances	20,439	22,087
Principal officer expenses - Other payments	40,872	41,600
	<u>1,042,536</u>	<u>562,383</u>

**SCHEDULE HA  
NOTES TO THE ANNUAL FINANCIAL STATEMENTS (continued)  
For the year ended 31 December 2010**

**14. RISK MANAGEMENT POLICIES**

**Solvency risk**

Solvency risk is the risk that the investment returns on assets will not be sufficient to meet the funds contractual obligations to members.

Continuous monitoring by the Board and the fund's actuary takes place to ensure that appropriate assets are held where the funds obligation to members are dependent upon the performance of specific portfolio assets and that a suitable match of assets exists for all other liabilities.

**Credit risk**

Credit risk is the risk that a counter-party to a financial instrument will fail to discharge an obligation, and cause the fund to incur a financial loss.

The Board monitors receivable balances on an ongoing basis with the result that the fund's exposure to bad debts is not significant. An appropriate level of provision is maintained.

**Legal risk**

Legal risk is the risk that the fund will be exposed to contractual obligations which have not been provided for.

Legal representatives of the fund monitor the drafting of contracts to ensure that rights and obligations of all parties are clearly set out.

**Cash flow risk**

Cash flow risk is the risk that future cash flows associated with monetary financial instrument will fluctuate in amount. In the case of a floating rate debt instrument, for example, such fluctuations result in a change in the effective interest rate of the financial instrument, usually without a corresponding change in its fair value.

The board of trustees monitors cash flows by using monthly cash flow projections.

**Currency risk**

Currency risk is the risk that the value of an instrument will fluctuate in Rands owing to changes in foreign exchange rates.

The board of trustees monitors this aspect of the fund's investments and limits it to 20% of total assets.

**Liquidity risk**

Liquidity risk is the risk that the fund will encounter difficulty in raising funds to meet commitments associated with financial instruments.

The fund's liabilities are backed by appropriate assets and it has significant liquid resources.

**Market risk**

Market risk is the risk that the value of a financial instrument will fluctuate as a result of changes in market prices of market interest rates.

Members' fund credits are credited and debited with positive or negative returns respectively.

**Investments**

Investments in equities are valued at fair value and therefore susceptible to market fluctuations.

Continuous monitoring takes place to ensure that appropriate assets are held where the liabilities are dependent upon the performance of specific portfolios of assets and that a suitable match of assets exists for all non-market related liabilities.

**Mineworkers Provident Fund**

**SCHEDULE HA  
NOTES TO THE ANNUAL FINANCIAL STATEMENTS (continued)  
For the year ended 31 December 2010**

**15. RELATED PARTIES**

The following transactions between the participating employer and the fund occurred during the period.

-The participating employers made contributions to the Fund for members' retirement and towards the Fund's re-insurance and expenses to the value of R 636 923 570 and R 479 903 084 respectively. (Refer note 11 of the notes to the annual financial statements).

-The Fund holds investments in the participating employers to the value of R 751 157 080. (Refer note 3.2 of the notes to the annual financial statements).

A trustee, N Madulini is also a director of Unity Holdings, a shareholder of Community Growth Management Company Ltd. The Fund holds investments with the Community Growth Management Company Ltd to the value of R 2 686 847 322 as at 31 December 2010 and received net investment income of R 349 031 722 from them during the year.

U Bank (previously Teba Limited) is an affiliated organisation to the Fund and has an agreement with the fund. U Bank (previously Teba Bank Limited) has issued loans to members of the fund through a housing loan guarantee scheme to the value of R 67 557 730 as at 31 December 2010. Refer to note 4 of the annual financial statements. N Erasmus (Resigned 31 July 2010), a trustee of the fund, is an appointed non-executive director of U Bank (previously Teba Bank Limited).

Biggs, Kleingeld & Bekker (Pty) Ltd was appointed as project managers to the self administration route and the independent Audit and Risk Committee chairperson (Karin Biggs) is also a director in Biggs, Kleingeld & Bekker (Pty) (Ltd). An amount of R 127 829 was paid for Project managers costs and an amount of R 153 900 was incurred for Independent Audit and Risk chairperson fees in 2010.



Mineworkers Provident Fund

SCHEDULE HA  
 NOTES TO THE ANNUAL FINANCIAL STATEMENTS (continued)  
 For the year ended 31 December 2010

16. SURPLUS AND RESERVES

	Members Account		Reserve Accounts		Investment reserve		Risk reserve	
	R	R	R	R	R	R	R	R
At beginning of year	11,335,889,117	3,249,751,030	2,565,758,973	683,992,057				
Contributions received and accrued	1,119,385,501	479,903,084	-	479,903,084				
Reinsurance proceeds	-	253,129,639	-	-			253,129,639	
Net investment income	-	1,868,097,799	1,868,097,799	-			-	
Allocated to unclaimed benefits	-	(133,453,624)	(133,453,624)	-			-	
Less:		(412,129,379)	(77,223,546)	(334,905,833)			(334,905,833)	
- Reinsurance premiums	-	(334,905,833)	-	-			(334,905,833)	
- Administration expenses	-	(77,223,546)	(77,223,546)	-			-	
<b>Net income before transfers and benefits</b>	12,455,274,618	5,305,298,549	4,223,179,602	1,082,118,947				
<b>Transfers and benefits</b>	(2,390,021,380)	(433,721,436)	-	(433,721,436)				
Transfers from other funds	896,928	-	-	-			-	
Transfers to other funds	(99,510,606)	-	-	-			-	
Benefits	(2,291,407,702)	(433,721,436)	-	(433,721,436)			(433,721,436)	
<b>Net income after transfers and benefits</b>	10,065,253,238	4,871,577,113	4,223,179,602	648,397,511				
Investment income allocated to members	1,737,954,413	(1,737,954,413)	(1,785,209,230)	47,254,817				
Transfer from reserve accounts to current members	835,864,717	(835,864,717)	(835,864,717)	-				
Transfer from reserve accounts	3,304,670	(3,304,670)	(3,304,670)	-				
At end of year	<u>12,642,377,038</u>	<u>2,294,453,313</u>	<u>1,598,800,985</u>	<u>695,652,328</u>				

**Mineworkers Provident Fund**

**SCHEDULE HA  
NOTES TO THE ANNUAL FINANCIAL STATEMENTS (continued)  
For the year ended 31 December 2010**

**17. AMOUNTS TO BE ALLOCATED**

	2010 R	2009 R
Withdrawal surplus at beginning of the year	13,857,649	10,927,844
Withdrawal surplus transferred from investment reserve account	3,304,670	2,929,804
Additional members with withdrawal surplus during the year	52,890	-
<b>Total amounts to be allocated</b>	<b><u>17,215,209</u></b>	<b><u>13,857,648</u></b>

These amounts have arisen due to the application of a vesting scale to member benefits which exited the Fund prior to 30 November 2001 and have subsequently been paid. The revised rules read with the minimum benefits in terms of section 14 of the Act removed the vesting scale.

The Trustees will allocate these amounts to affected stakeholders, in terms of section 15C of the Act, as they arise and on an equitable basis.

**18. CONTINGENT LIABILITIES**

Over the period 1989 to 2006 the Fund settled death benefits due to selected dependants of deceased members of the Fund with The Living Hands Umbrella Trust (previously Mantadia), as it was permitted to do in terms of Section 37C(2) of the Pension Fund Act. The administrator of the Living Hands Umbrella Trust (previously Mantadia) was taken over by Fidentia Holdings in October 2004, and in January 2007, was placed under curatorship, along with the rest of the Fidentia Group. The Living Hands Umbrella Trust has since been unable to meet all of its obligations to its beneficiaries.

Corporate failures of this nature as a rule raise difficult and complex legal issues and are subject to uncertainties and complexities including, but not limited to, the facts and circumstances of each individual case. Having taken appropriate legal advice, the Trustees believe that the likelihood of a material liability for the Fund to individual beneficiaries of The Living Hands Trust, is unlikely.

It is possible, but not probable, that the Fund could be held liable for losses suffered by individual dependants of former members, arising from the failure of The Living Hands Umbrella Trust. The complexities of such a claim, should it arise, are such that the Trustees consider it impossible to estimate the financial effect, if any, on the Fund. An incident has been reported by the Trustees in the normal course, against the Fund's fidelity cover, which, at the time of the incident was R10 000 000.

The Fund resolved to make no further payments to the Living Hands Umbrella Trust from November 2005. To the extent that payments were made contrary to the Trustees' instructions, the Fund may have a right of recovery against the responsible parties for any losses sustained by the Fund.

No litigation has been notified to, or is pending against the fund.

**19. OPERATING LEASE COMMITMENTS**

	2010 R	2009 R
Future minimum operating lease payments		
Within one year	1 054 175	-
Between one and five years	5 310 932	-
After five years	-	-
<b>Total</b>	<b><u>6 365 107</u></b>	<b><u>-</u></b>

**MINEWORKERS PROVIDENT FUND**  
Registration number: 12/8/23053

**SCHEDULE HB**  
**REPORT OF THE VALUATOR**  
**For the year ended 31 December 2010**

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Effective date of statutory actuarial valuation: 31 December 2009 ("the valuation date")

**Particulars of financial condition of the Mineworkers Provident Fund ("the Fund")**

1. The net market value of assets, amounted to R 14 586 000 000 at the valuation date.
2. For the purposes of the actuarial valuation of the Fund as at 31 December 2009, the Fund's investments were brought into account at 100% of their market value and, together with cash at bank and sundry debtors and creditors, amounted to R 14 586 000 000.
3. **Liabilities:**

Member liabilities	R 11 303 000 000
Section 15C Surplus	R 14 000 000
Final Bonus Declaration	R 1 357 000 000
Investment Reserve	R 1 228 000 000
<b>Total Liabilities</b>	<b>R 13 902 000 000</b>
4. **Contingency Reserves:**

Risk Reserve	R 684 000 000
<b>Total</b>	<b>R 684 000 000</b>
5. The total liabilities and contingency reserve accounts amounted to R 14 586 000 000 (R 13 902 000 000 plus R 684 000 000) as at the valuation date.
6. The liability held in respect of members has been set equal to the sum of member's fund credits, and includes an allowance for exited members not reflected in the financial statements. Members' fund credits are made up of the member and employer contributions towards retirement funding and amounts transferred into the Fund, increased by investment returns.

The Section 15C surplus liability relates to members who exited prior to 7 December 2001 but were paid after this date. These members had a vesting scale applied to their benefits which resulted in a surplus. The Trustees have resolved to apportion this surplus, in terms of Section 15C of the Act, to these members.

The final bonus declaration liability relates to a final bonus declaration of 12% declared to active members after the valuation date.

**MINEWORKERS PROVIDENT FUND**  
Registration number: 12/8/23053

**SCHEDULE HB**  
**REPORT OF THE VALUATOR**  
**For the year ended 31 December 2010**

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The investment reserve amounted to 9,7% of member liabilities (including the final bonus declaration).

The risk reserve represents the funds available to meet the cost of death benefits in excess of members' fund credits. The reserve comprises contributions towards risk benefits, transfers to the reserve less insurance premiums and benefits paid from the reserve, accumulated with investment returns.

7. The financial position or solvency of the Fund is assessed by comparing the total assets of the Fund with the liabilities. The Fund is solvent when the value of the assets is equal to or in excess of the value of the liabilities, i.e. a funding level of 100% or greater.

The Fund's assets were equal to its liabilities and the Fund had a funding level of 100% at the valuation date.

8. I certify that, in my opinion, the assets of the Mineworkers Provident Fund were sufficient to cover the liabilities in full as well as the balance in the risk reserve as at 31 December 2009. I can thus confirm that, in my opinion, the Fund was in a sound financial condition as at 31 December 2009 in terms of Section 16 of the Pension Funds Act, as amended.



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**D Henderson**  
Fellow of the Actuarial Society of South Africa  
Fellow of the Institute of Actuaries  
In my capacity as the valuator of the Fund and as an  
employee of Alexander Forbes Financial Services (Pty) Ltd

*For the purposes of professional regulation my primary professional regulator is the Actuarial Society of South Africa*

Sandton  
Date: 3/8/2011

**SCHEDULE I**  
**MINeworkERS PROVIDENT FUND**  
 Registration number: 12/8/23053

**Report of the Independent Auditors of Mineworkers Provident Fund to the Registrar of Pension Funds on Factual Findings**  
 For the period ended 31 December 2010

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**Scope**

We have performed the procedures agreed with you and enumerated below with respect to the accounting records of Mineworkers Provident Fund for the period ended 31 December 2010, as required by you in terms of section 15 of the Pension Funds Act of South Africa, (the Act). Our engagement was undertaken in accordance with the International Standard on Related Services (4400) Engagements to perform agreed-upon procedures regarding financial information. The responsibility for determining the adequacy or otherwise of the procedures agreed to be performed is that of the Registrar of Pension Funds.

**Procedures and findings**

Our procedures and the corresponding findings thereon are set out in the table below.

	<b>Procedures</b>	<b>Findings</b>
1	We selected a sample of the lesser of 25 or 10% of participating employers and for the following three months: September 2010, October 2010 and December 2010, performed the following procedures:	
1.1	We agreed, in total, the data received by the administrator to the cash received by the fund.	The data received by the administrator agreed to the cash received by the fund.
1.2	We inspected the bank statements, as appropriate, for the date on which the cash was received to determine whether the contributions were deposited with a registered bank in accordance with section 13A of the Act and whether late payment interest has been raised in terms of regulation 33, where applicable.	Contributions were deposited with a registered bank in accordance with section 13A of the Act and late payment interest had been raised in terms of regulation 33 where applicable.
1.3	We inspected the accounting records of the fund to determine whether amounts disclosed as arrear contributions at period-end have been paid to the fund in accordance with the requirements of section 13A of the Act.	Amounts disclosed as arrear contributions at period end have been paid to the fund in accordance with the requirements of section 13A of the Act, except for the following paypoints: <ul style="list-style-type: none"> <li>• Anglo Coal Group, December 2010 contributions to the value of R2,438,587.13 received on 14 January 2011.</li> <li>• Anglo Inyosi Coal, December 2010 contributions to the value of R938,797.47 received on 14 January 2011.</li> </ul>

	Procedures	Findings
2	We inspected the list of investments held by the fund for any investments prohibited in terms of section 19(4) of the Act.	The fund does not hold investments prohibited in terms of section 19(4) of the Act. The investments held by the fund in the participating employers as at 31 December 2010 represents 4.19% of the total investments of the fund.
2.1	Where investments held in the participating employer exceeded 5%, we inspected the appropriate Financial Services Board approval.	Not applicable. The investments held by the fund in the participating employers as at 31 December 2010 represents 4.19% of the total investments of the fund.
2.2	We obtained written confirmations of investment balances and agreed details of the confirmations received to the investment balances reflected in the general ledger.	The details of the written confirmations received agreed to the investment balances reflected in the general ledger, except for the following: <ul style="list-style-type: none"> <li>• There is a R614,595 difference between the investment confirmation received from Newfunds (Proprietary) Limited - NewFunds NewSA Exchange Traded Fund and the investment balance per the general ledger.</li> </ul>
3	We obtained the list of housing loans granted to members by the fund in terms of section 19(5) of the Act as at 31 December 2010 and performed the following procedures:	
3.1	We agreed the loans of the above list to the corresponding account in the general ledger.	Not applicable to the fund. The fund did not grant direct housing loans to members.
3.2	From the above list, we selected a sample of the lesser of 25 or 10% of housing loans. We determined whether the selected housing loans were granted in terms of the requirements of section 19(5) of the Act, in terms of the security provided and the interest rates applied to the loans.	Not applicable to the fund. The fund did not grant direct housing loans to members.
3.3	If the fund issued more than 100 loans or the total principal debt of all outstanding loans exceeded R500 000, we determined whether the fund was registered as a credit provider under the National Credit Act, 2005 (the NCA) and whether an assurance report had been issued to the National Credit Regulator in terms of section 16(1)(b) of the NCA and regulations 67 and 68 to the NCA.	Not applicable to the fund. The fund did not grant direct housing loans to members.

	Procedures	Findings
4	We obtained the list of housing loan guarantees granted to members by the fund in terms of section 19(5) of the Act as at 31 December 2010. We selected a sample of the lesser of 25 or 10% of housing guarantees from the list. For the sample selected, we compared the total for guarantees issued on behalf of the members to the total of member individual fund credits, to determine whether the total guarantees issued exceeded the total member individual fund credits allowed in terms of the Act and/or the rules of the fund.	We found that for the sample selected that the total housing loan guarantees issued did not exceed the total member individual credits.
5	We obtained a list of other loans as at 31 December 2010 and determined whether these loans were granted in terms of the requirements of section 19(5)B.	Not applicable to the fund. The fund did not grant other loans.
6	We obtained written confirmation from the fund's insurer that fidelity insurance cover was in place throughout the period ended 31 December 2010.	We found that fidelity insurance cover was in place throughout the period ended 31 December 2010.
7	We obtained a list of section 14 transfers to and from the fund throughout the period ended 31 December 2010, selected a sample of the lesser of 25 or 10% of transfers in and the lesser of 25 or 10% of transfers out, and performed the following procedures:	
7.1	We agreed the section 14 transfers to and from the fund to the approved section 14 documentation received from the Financial Services Board in respect of each transfer.	<p>The Section 14 transfers to and from the fund agreed to the approved section 14 documentation received from the Financial Services Board for the following transfer:</p> <ul style="list-style-type: none"> <li>• Transfer from the Samancor Manganese Provident Fund, effective from 29/02/2008 for 3 members.</li> </ul> <p>The Section 14 transfers to and from the fund did not agree to the approved section 14 documentation received from the Financial Services Board for the following transfers:</p> <ul style="list-style-type: none"> <li>• Transfer from the Concor Group Provident Fund, effective from 20/07/2006 was approved by the Financial Services Board for 216 members but only 73 members transferred and no reconciliation in the required format was performed.</li> <li>• Transfer from the Samancor Manganese Provident Fund, effective from 31/07/2007 was approved by the Financial Services Board for 6 members but only 4 members transferred and no reconciliation in the required format was performed.</li> </ul>

	Procedures	Findings
		<ul style="list-style-type: none"> <li>• Transfer to the Chamber of Mines Retirement Fund, effective from 30/04/1999 &amp; 30/06/2000 was approved by the Financial Services Board for 3 members but only 2 members transferred and no reconciliation in the required format was performed.</li> <li>• Transfer to the Mine Employees Pension Fund, effective from 01/01/2006 was approved by the Financial Services Board for 94 members but only 79 members transferred and no reconciliation in the required format was performed.</li> <li>• Transfer to the Sentinel Mining Industry Retirement Fund, effective from 01/01/2006 was approved by the Financial Services Board for 347 members but only 159 members transferred and no reconciliation in the required format was performed.</li> <li>• Transfer to the Barberton Retirement Fund, with various effective dates was approved by the Financial Services Board for 25 members but only 20 members transferred and no reconciliation in the required format was performed.</li> <li>• Transfer to the MRR Retirement Fund, effective from 01/03/2008 &amp; 01/04/2008 was approved by the Financial Services Board for 348 members but only 330 members transferred and no reconciliation in the required format was performed.</li> <li>• The blanket section 14 transfer to the Sentinel Mining Industry Retirement Fund, effective from 31/01/2008 to 31/01/2009, was approved by the Financial Services Board on 28/01/2009. The fund has not submitted a final scheme of members that transferred to the Financial Services Board before 31/03/2009. In the current year, 47 members were transferred to the value of R3,179,034.</li> <li>• The blanket section 14 transfer to the Mine Employees Pension Fund, effective from 31/01/2008 to 31/01/2009, was approved by the Financial Services Board on 28/01/2009. The fund has not submitted a final scheme of members that transferred to the Financial Services Board before 31/03/2009. In the current year, 41 members were transferred to the value of R3,279,787.</li> </ul>



	Procedures	Findings
7.2	We agreed the above list of section 14 transfers to the corresponding account in the general ledger.	We found that the list of the section 14 transfers agreed to the corresponding account in the general ledger.
7.3	We determined by inspections whether the transfers were received/paid within 60 days of approval and whether the growth and interest return had been allocated until date of receipt/payment.	<p>The transfers were received/paid within 60 days of approval and growth and investment returns were allocated until date of receipt/payment. The following exceptions were noted:</p> <ul style="list-style-type: none"> <li>• Transfer from the Concor Group Provident Fund, effective from 20/07/2006 was received after 60 days.</li> <li>• Transfer from the Samancor Manganese Provident Fund, effective from 31/07/2007 was received after 60 days.</li> <li>• Transfer from the Samancor Manganese Provident Fund, effective from 29/02/2008 was received after 60 days.</li> <li>• Transfer to the Mine Employees Pension Fund, effective from 01/01/2006 still has a balance of R941,985 payable at the end of the year, which is after 60 days.</li> <li>• Transfer to the Sentinel Mining Industry Retirement Fund, effective from 01/01/2006 had 18 members that were paid after 60 days to the value of R2,347,659.18.</li> <li>• Transfer to Chamber of Mines Retirement Fund, effective various dates, 1 member paid in the current year to the value of R194,679.11 was paid after 60 days.</li> <li>• Transfer to the Barberton Retirement Fund, with various effective dates was paid after 60 days.</li> <li>• Transfer to the MRR Retirement Fund, effective from 01/03/2008 &amp; 01/04/2008 still has 122 members payable at the end of the year to the value of R49,268,864, which is after 60 days.</li> <li>• The blanket section 14 transfer to the Sentinel Mining Industry Retirement Fund, effective from 31/01/2008 to 31/01/2009, was not paid within the effective period above and 47 members were transferred in the current financial year.</li> <li>• The blanket section 14 transfer to the Mine Employees Pension Fund, effective from 31/01/2008 to 31/01/2009, was not paid within the effective period above and 41 members were transferred in the current financial year.</li> </ul>

	Procedures	Findings
7.4	In respect of unitised funds, we selected a sample of the lesser of 25 or 10% of the members transferred and recalculated the purchase of units for the amount received using the unit price per the administration system on the date of receipt. (Where units were purchased after date of receipt investment return was included from the date of receipt to the date of purchase)	Not applicable to the fund. The fund was not a unitised fund for the year under review.
8	We obtained a list of accumulated member credits as reflected on the administrator's member register as at 31 December 2010 and performed the following procedures:	
8.1	We agreed the closing balance on the list to the corresponding account in the annual financial statements as at 31 December 2010.	<p>The closing balance of the list did not agree to the corresponding account in the annual financial statements for members' individual accounts as at 31 December 2010.</p> <ul style="list-style-type: none"> <li>The closing balance of the list of accumulated member credits as reflected on the administrator's register as at 31 December 2010 was R11,789,297,112. The corresponding account in the annual financial statements as at 31 December 2010 was R12,625,161,828, with the difference of R835,864,716 being the final investment return of 7.09% allocated to active members.</li> </ul>
8.2	We selected a sample of the lesser of 25 or 10% of the members from the list and performed the following procedures:	
8.2.1	We agreed the member and employer contributions received for the selected members per the administrator's system to information supplied by the participating employers for a sample of 3 months.	The member and employer contributions received for the selected members per the administrator's system agreed to information supplied by the participating employers for the 3 months selected.
8.2.2	In respect of unitised investment products, we calculated the conversion of the selected contributions at the unit price per the administration system on the dates that the contributions were invested and determined whether these units were correctly calculated and added to the existing units for the full period.	Not applicable to the fund. The fund was not a unitised fund for the year under review.
8.2.3	In respect of unitised investment products, we recalculated the conversion of units at the end of the period at the period end unit price and agreed the amount to the member's record on the member register.	Not applicable to the fund. The fund was not a unitised fund for the year under review.

	Procedures	Findings
8.2.4	In respect of unitised investment products, we agreed the period end unit price as authorised in terms of the rules of the fund to the unit prices on the administration system used to calculate the member credits.	Not applicable to the fund. The fund was not a unitised fund for the year under review.
8.2.5	In respect of non-unitised investment products, we agreed the return allocated to the member's fund credit on the administrator's records to the return approved in accordance with a resolution of the Board of Trustees or the rules of the fund.	We found that the return allocated to the member's fund credit on the administrator's records agreed to the return approved in accordance with a resolution of the Board of Trustees
8.3	We selected a sample of the lesser of 25 or 10% of members who switched between investment portfolios during the period and determined whether the portfolios were correctly switched and that the correct amount was switched in accordance with notification of the member's election. We inspected whether any fees deducted were approved by the Board of Trustees.	Not applicable to the fund as the fund was not a member individual choice fund for the year under review.
8.4	If a surplus apportionment scheme was approved by the FSB in the current period, we selected a sample of lesser 25 or 10% from the surplus schedules and we agreed the allocation of the fund surplus of the scheme to the individual allocation in the member records per the administration system.	Not applicable to the fund. The fund submitted a nil surplus scheme as at 31 December 2003 to the Financial Services Board on 29 December 2005 and the Registrar of Pension Funds recorded it as nil surplus submission on 17 February 2006.
8.5	For unitised investment products where member portfolios are backed by specific portfolios, we agreed the values of investments specified by the members investment choice to the members liabilities per product for that choice and inspected the accuracy of reconciling items.	Not applicable to the fund. The fund was not a unitised fund for the year under review.
9	We inspected the most recent statutory valuation report to determine whether the fund was under-funded. For under-funded funds were determined whether a scheme, as required in terms of section 18 of Pension Fund Act in South Africa, has been implemented to remedy the shortfall.	In accordance with the most recent statutory valuation report as at 31 December 2009, the fund was not under funded.
10	We obtained the analysis of the movements in the fund's reserve accounts from the financial statements and performed the following procedures:	
10.1	We agreed the opening balance to the prior period financial statements	We found that the opening balance agreed to the prior period financial statements.

	Procedures	Findings
10.2	We inspected the rules of the fund to determine whether the movements in the fund's reserve accounts were in terms of the rules of the fund and the Act.	We found that the movements in the fund's reserve accounts were in terms of the rules of the fund and the Act.
11	We obtained a list of lump sum benefits reflected as expenses in the fund's Statements of Changes in Net Assets and Funds and performed the following procedures:	
11.1	We agreed the list to the respective general ledger benefit expense accounts.	We found that the list agreed to the respective general ledger benefit expense accounts.
11.2	We selected a sample lesser of 25 benefits or 10% of the total benefit expenses from the list and performed the following procedures:	
11.2.1	We agreed the claim to the applicable, authorised supporting documentation.	We found that the claims agreed to the authorised supporting documentation.
11.2.2	For death benefits, where a portion of the benefit was reinsured by the fund, we determined whether the recovery from the insurer was received by the fund.	For the sample of death benefits tested we found that the portion of death benefits reinsured by the fund had been received or accrued by the fund.
11.2.3	We agreed the opening fund credit for the member to the opening fund credit report and determined whether contributions were added every month until the date of exit. (either by R amount or in case of unitised funds, by units) We agreed the balance paid out to member to the fund credit report or administration system as at the date of exit.	The opening fund credit for the member agreed to the opening fund credit report and the contributions were added every month until the date of exit. We found that the balance paid out to member agreed to the fund credit report or administration system as at date of exit.
11.2.4	We inspected whether the payments agreed to relevant authorisation.	The payments agreed to the relevant authorisation.
12	We obtained a copy of the listing of pensioners and performed the following procedures:	
12.1	We agreed the total pensions paid to the corresponding account in the general ledger.	Not applicable to the fund.
12.2	We selected a sample of the lesser 25 or 10% of pension paid from the above list and performed the following procedures:	Not applicable to the fund.
12.2.1	We agreed the pensioner increases to authorisation by the Board of Trustees or other level supporting documentation.	Not applicable to the fund.
12.2.2	We inspected evidence supporting the fact that the pensioners selected were still alive.	Not applicable to the fund.
13	Where the fund had reinsured its pensioners with an insurer, we obtained a written confirmation of the pensions paid from the insurer including assets and liability balances and agreed this to the fund's general ledger pension expense, asset and liability accounts.	Not applicable to the fund.

As the above procedures do not constitute either an audit or a review made in accordance with International Standards on Auditing or International Standards on Review Engagements, we do not express any assurance on the procedures performed. Had we performed additional procedures or had we performed an audit or review of the relevant information, other matters might have come to our attention that would have been reported to you.

Our report is solely for regulatory purposes and may not be distributed to, or relied on, by parties other than the Registrar of Pension Funds.

Ernst & Young Inc

Ernst & Young Inc.  
Director – Timothy Curtis Rutherford  
Registered Auditor  
Chartered Accountants (SA)  
Wanderers Office Park  
52 Corlett Drive  
Illovo

Johannesburg

Date: 14 September 2011

**Mineworkers Provident Fund**  
**SCHEDULE IA - SCHEDULES PERTAINING TO THE ANNUAL FINANCIAL STATEMENTS**  
**For the year ended 31 December 2010**

**INVESTMENTS**

Notes	Direct Investments		Non-linked insurance policies		Collective investment schemes		Total		Local		Foreign		Total percentage of foreign exposure
	R	R	R	R	R	R	R	R	R	R	R		
Cash and deposits	1,291,588,676		548,562,895	73,831,565	1,913,983,136	1,808,290,882	105,692,254	5.52 %					
Loans	-		179,141,259	-	179,141,259	178,948,259	193,000	0.11 %					
Bills, bonds and securities	1,313,769,349		700,505,545	1,279,688,105	3,293,962,999	2,800,275,591	493,687,408	14.99 %					
Properties	-		617,673,555	-	617,673,555	609,938,530	7,735,025	1.25 %					
Equities	4,982,445,480		4,389,786,060	2,580,067,174	11,952,298,714	10,127,089,415	-	- %					
- Equities with primary listing on JSE	4,253,161,396		2,267,172,664	1,353,742,465	7,874,076,525	7,874,076,525	-	- %					
- Equities with secondary listing on JSE	724,339,360		639,742,373	438,914,401	1,802,996,134	1,749,972,337	53,023,797	2.94 %					
- Foreign listed equities	-		936,586,593	787,410,308	1,723,996,901	-	1,723,996,901	100.00 %					
- Equity index-linked instruments	4,944,724		13,447,010	-	18,391,734	18,391,734	-	- %					
- Unlisted equities	-		532,837,420	-	532,837,420	484,648,819	48,188,601	9.04 %					
Derivative market investments	(278,479)		-	-	(278,479)	(278,479)	-	- %					
Other portfolio assets	-		24,115,559	368,019	24,483,578	24,483,578	-	- %					
<b>Total investments</b>	<b>7,587,525,026</b>		<b>6,459,784,873</b>	<b>3,933,954,863</b>	<b>17,981,264,762</b>	<b>15,548,747,776</b>	<b>2,432,516,986</b>	<b>13.53 %</b>					

Mireworkers Provident Fund  
 SCHEDULE IA - SCHEDULES PERTAINING TO THE ANNUAL FINANCIAL STATEMENTS  
 For the year ended 31 December 2010

A DIRECT CASH AND DEPOSITS

	Fair value R
1BG4A2 FRN 21/03/12 j+40	5,008,959
ABS FRN 16/03/2011	4,009,476
ABS FRN 17/05/11 J+65	4,031,976
ABSA CLN 16/07/12 J+200	1,015,883
ABSA ESC CLN 20/3/13 J+80	6,008,005
ABSA FRN 07/11/11 J+70	2,020,054
ABSA FRN 12/05/11 J+65	13,113,109
ABSA FRN 18/07/11 J+52.5	3,040,730
ABSA FRN 21/06/2011 J+60	2,003,076
BID03 FRN 14/07/12 J+2.9	3,609,952
BIDV CLN 30/3/12 J+57	5,998,243
BLG3A3 8.96% 30/10/2011	645,482
CBL02 FRN 06/05/11 J+300	5,727,513
CBL05 FRN 02/11/12 J+370	3,817,482
COJ MCD 080411 7.39500	11,912,398
ERS3A7 FRN 17/11/12 J+210	6,380,879
ESK CLN 20/6/13 J+255	2,002,116
FRB06 FRN 5/11/12 J+65	4,021,830
FRJ11 FRN 14/3/11 J+60	5,020,507
FSR FRN 05/04/2012 J+53	10,154,570
FSR FRN 08/04/11 J+70	1,015,280
FSR FRN 13/05/11 J+65	1,008,072
FSR FRN 16/09/11 J+35	15,035,772
FSR FRN 17/05/11 J+65	10,079,940
FSR FRN 21/10/11 J+35	30,383,784
FSR FRN 24/06/11 J+60	9,009,266
GRN1A1 FRN 18/11/12 j+25	1,294,555
HMS1B3 HOMES FRN 19/07/12	30,403,713
IBL09 J+150BPS 08/12/2012	3,162,771
IKH2A2 FRN 22/03/2012	2,268,812
IMP HOLDCLN 20/3/13 J+190	7,008,915
Initial Margin Account	4,607,617
Initial Margin account	268
INV 21/04/2011 J+70	6,079,046
INV FRN 15/04/11 J+72.5	3,042,002
INV FRN 21/10/11 J+38	40,494,144
INV FRS 05/01/11 J+85	1,016,643
Investment Dr/Cr - ZAR	(282,579,786)
IV07 FRN 31/3/13 J+140	2,000,357
MBF020 FRN 17/02/11 J+40	8,097,459
MBF04 FRN 22/11/11 J+100	4,029,074
NED 12A 14/12/12 J+70	9,027,700
NED FRN 03/03/11 J+80	5,025,154
NED FRN 14/09/11 J+35	17,047,954
NED FRN 15/07/11 J+52.5	1,013,449
NED FRN 17/05/11 J+72.5	3,024,220
NED FRN 19/10/11 J+38	11,142,354
NED FRN 28/10/11 J+38	11,122,005
NED FRS 10/03/11 J+80	4,015,177
NED FRS 14/01/2011 J+80	2,029,804
NEDH1B NED FLOAT 20/11/18	16,593,252
PC1A1R FRN 20/04/11 J+44	364,214
PC2A4R FRN J+100 20/12/11	1,202,035
PR2A2C FRN 15/06/11 J+40	4,011,367
PRM1A2 9.54% 15/02/2011	15,579,987
PRP1A3 PROPS FRN 01/10/12	9,997,141
SAB CLN 20/4/12 J+51	4,050,820
SAB CLN 20/9/12 J+60	6,008,704
SASOL CLN 20/3/12 J+54	20,031,602
SB FRN 28/10/11 J+32.5	6,067,904
SBS8 FRN 26/3/11 J+70	5,004,300

**Mineworkers Provident Fund**  
**SCHEDULE IA - SCHEDULES PERTAINING TO THE ANNUAL FINANCIAL STATEMENTS**  
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STD ABSA CLN 16/7/12J+50	1,013,194
STD ESC CLN 7/3/13 J+68	4,014,505
STD FRN 05/08/2011 J+95	13,134,450
STD FRN 17/05/11 J+65	1,007,994
STD FSR CLN 20/6/12 J+100	2,003,111
STD FSR CLN 20/6/12 J+150	2,003,192
STD FWD FRN 16/10/11 J+31	(10,179,541)
STD FWD FRN 16/10/12 J+31	10,178,284
STD IMP CLN 19/4/13 J+100	4,053,932
STD SAPPICLN 15/6/12J+180	4,010,840
STD Struc depo 161011	10,156,060
THE8A2 FRN 18/01/15 J+120	6,124,154
VIP1A3 FRN 07/05/12 J+200	3,551,412
First National Bank Custodian- Afena	7,326,919
First National Bank - includes Petty cash	83,276,788
Argon Dcm Money Market	16,667,134
RMB Asset Management (Pty)Ltd :Investment Dr/Cr Zar	19,721,807
First National Bank Custodian- Rmb Equity	2,106,439
Element Investment Managers :Absa Call	14,959,951
Element Investment Managers :Deutsche Bank Call	28,178,891
Element Investment Managers :Inkotha Call	19,103,277
Element Investment Managers :Investec Call	47,064,868
Element Investment Managers :JP Morgan Call	3,013,377
Element Investment Managers :Nedcor Investment Bank Call	135,591
Element Investment Managers :Sanlam Call Bond	23,123,066
Kagiso Asset Management: Nedcor Bank Zar Call account	4,418,734
Kagiso Asset Management: Fnb Custodian	1,110,724
Mergence Investment Managers: Fnb Custodian	21,682,290
Mergence Investment Managers: Investec Call	10,076,077
Mergence Investment Managers: Nedbank Call	2,008,748
Mergence Investment Managers: Safex Zar Call	18,876,784
Mergence Investment Managers: Safex Margin	7,314,881
Mergence Investment Managers: Res01 6.395%	43,384,225
Mergence Investment Managers: Ncd 329/ASA 6.4 071011	101,919,638
Mergence Investment Managers: Ncd 330/INV6.425 071011	50,971,792
Mergence Investment Managers: Ncd 336/NED 6.275 071011	54,796,138
Mergence Investment Managers: TB6 5.67 160211	84,434,293
ABSA ZAR Call Account	2,000,000
CALYON ZAR Call Account	10,000,000
DEUBNK ZAR Call Account	6,000,000
NEDB ZAR Call Account	4,000,000
ABSA COD 5.625% 25/05/2011	8,045,616
ABSA COD 6.475% 25/02/2011	28,668,474
ABSA COD 6.8% 07/01/2011	24,813,246
ABSA COD 8.065% 18/02/2011	11,828,767
FIRSTR COD 6.2% 12/04/2011	30,416,538
FIRSTR COD 8.64% 21/11/2011	3,098,724
INVBK COD 8.1% 18/02/2011	10,752,666
NEDB COD 6.15% 14/04/2011	8,106,488
NEDB COD 6.2% 13/04/2011	15,203,836
NEDB COD 6.325% 20/10/2011	8,101,200
NEDB COD 6.325% 21/10/2011	6,074,860
NEDB COD 8.15% 06/01/2011	3,254,058
THE6A COD 5.91% 22/02/2011	15,097,151
THE6A COD 6.295% 21/01/2011	3,037,253
BLUET CPS 04/02/2011	2,982,864
BLUET CPS 10/02/2011	4,966,548
BLUET CPS 15/03/2011	2,965,050
BLUET CPS 24/01/2011	9,963,534
GRAY1 CPS 02/03/2011	4,952,111
GRAY2 GRB81 CPS 27/01/2011	3,982,316
GRAY4 GRD147 CPS 18/01/2011	3,988,363
INDWA IND104 CPS 25/01/2011	3,983,566
INDWA IND105 CPS 01/02/2011	3,978,904
INDWA IND106 CPS 08/02/2011	3,974,392
INDWA IND109 CPS 01/03/2011	6,934,209



**Mineworkers Provident Fund**  
**SCHEDULE IA - SCHEDULES PERTAINING TO THE ANNUAL FINANCIAL STATEMENTS**  
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IVUZI CPS 10/02/2011	7,946,344
IVUZI IVA105 CPS 03/02/2011	3,977,477
IVUZI IVA121 CPS 26/05/2011	6,839,833
RSA CPS 02/03/2011	16,844,710
SYNFUN SYN776 CPS 20/01/2011	4,983,846
SYNFUN SYN787 CPS 25/02/2011	5,947,878
FIRSTR ZAR Settlement Account	1,009,213
FIRSTR ZAR FDP 6.075% 28/04/2011	6,064,911
JPM ZAR FDP 5.5% 03/01/2011	25,045,205
JPM ZAR FDP 5.5% 05/01/2011	20,009,041
JPM ZAR FDP 5.5% 07/01/2011	5,000,753
FIRSTR VCD 6.618% 11/02/2011	1,009,678
INVBK VCD 6.885% 07/01/2011	8,142,857
NEDB VCD 6.51% 20/08/2012	15,110,298
NEDB VCD 6.64% 09/02/2011	7,081,985
NEDB VCD 6.795% 12/10/2012	5,073,535
NEDB VCD 6.803% 12/10/2012	13,193,839
STDBK VCD 6.865% 11/10/2012	15,231,341
Coronation : Safex Margin	728,583
Coronation : Active Cash Zar Call account	5,073,509
<b>Total</b>	<b><u>1,291,588,676</u></b>

**C DIRECT BONDS AND DEBENTURES**

**C1 Bills, bonds and securities**

<b>DIRECT HOLDINGS</b>	<b>Secured by/unsecured</b>	<b>Fair value R</b>
Government or provincial administration	Secured	709,747,533
Corporate bonds	Unsecured	247,990,665
WS05 TCTA 5.0% 1/8/2018	Unsecured	92,198
COJ06 10.815% 09/12/2015	Unsecured	889,502
AIR01 AC 8.58 15/3/2019	Unsecured	1,546,966
TN20 trans 10.5% 17/09/20	Unsecured	4,937,230
SB INFL BOND 4% 03/07/13	Unsecured	7,253,998
COJ04 JHB 9.00% 05/06/18	Unsecured	7,357,170
TN25 9.50% 19/08/2025	Unsecured	9,788,833
TN23 TRANS 10.8% 06/11/23	Unsecured	12,705,127
COJ05 12.205% 05/06/2023	Unsecured	13,021,950
ES26 7.85% 02/04/2026	Unsecured	18,319,604
TN27 8.90% 14/11/2027	Unsecured	20,179,873
WS04 TCTA 12.5% 30/5/2016	Unsecured	20,791,533
ES33 7.50% 15/09/2033	Unsecured	28,805,099
DV23 DEVB 10.0% 27/02/23	Unsecured	42,367,484
ABL6 ABIL 10.25% 18/6/2012	Unsecured	2,440,725
ABL8A ABIL 13% 19/09/13	Unsecured	4,228,251
FRB03 FSR 9.00% 15/09/14	Unsecured	7,711,023
ABS12 ILB 5.5% 07/12/23	Unsecured	9,297,048
FRX15 FSR 8.75% 14/03/15	Unsecured	16,409,035
WS05/WS05 5.00 010818	Unsecured	42,741,348
HWAY23/5.5% 071223		85,147,154
<b>Total bills, bonds and securities</b>		<b><u>1,313,769,349</u></b>

**Mineworkers Provident Fund**  
**SCHEDULE IA - SCHEDULES PERTAINING TO THE ANNUAL FINANCIAL STATEMENTS**  
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**E DIRECT EQUITIES**

	<b>Total</b>
	<b>R</b>
E1 Primary listing on JSE	4,253,161,396
E2 Secondary listing on JSE	724,339,360
E4 Equity linked instruments	4,944,724
<b>Total equities</b>	<b><u>4,982,445,480</u></b>

**E1 Primary listing on JSE**

<b>Direct Holdings</b>	<b>Issued shares</b>	<b>Holding number</b>	<b>Holding</b>	<b>Fair value</b>
			<b>%</b>	<b>R</b>
Standard Bank Group Limited	1,585,037,000	2,392,279	0.15	257,289,606
Sasol Limited	641,300,000	1,087,238	0.17	376,488,775
MTN Group Limited	1,884,529,000	2,937,739	0.16	394,890,876
Bidvest Group	327,349,000	830,808	0.25	130,229,154
First Rand Limited	5,637,942,000	7,464,163	0.13	145,625,820
Naspers N	406,171,000	485,390	0.12	188,307,051
<b>Top 25%</b>				<u>1,492,831,282</u>
<b>Other</b>				<u>2,760,330,114</u>
<b>Total</b>				<b><u>4,253,161,396</u></b>

**E2 Secondary listing on JSE**

<b>Direct Holdings</b>	<b>Issued shares</b>	<b>Holding number</b>	<b>Holding</b>	<b>Fair value</b>
			<b>%</b>	<b>R</b>
Anglo American plc	1,342,930,000	606,221	0.05	207,933,803
BHP Billiton plc	2,224,296,000	498,659	0.02	132,369,032
SAB Miller plc	1,657,691,000	591,795	0.04	139,385,476
<b>Top 25%</b>				<u>479,688,311</u>
<b>Other</b>				<u>244,651,049</u>
<b>Total</b>				<b><u>724,339,360</u></b>

**E4 Equity linked instruments**

<b>Direct Holdings</b>	<b>Issued shares</b>	<b>Holding number</b>	<b>Holding</b>	<b>Fair value</b>
			<b>%</b>	<b>R</b>
New Gold Issuer Limited	168,036,000	53,747	0.03	4,944,724
<b>Total</b>				<b><u>4,944,724</u></b>

Mineworkers Provident Fund  
SCHEDULE IA - SCHEDULES PERTAINING TO THE ANNUAL FINANCIAL STATEMENTS  
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G DIRECT DERIVATIVE MARKET INSTRUMENTS

Options

Direct holdings	Strike price	Expiry date	Put/Call	Premium R	Full exposure (notional amount) R
B30273/ALSI ALSFU1 P25450	380	15/09/2011	PUT	-	-
B30490/ALSI ALSFU1 P22300	(380)	15/09/2011	PUT	-	-
B30492/ALSI ALSFU1 C31000	(380)	15/09/2011	CALL	-	-
B31800/ALSI ALSFU1 P23800	(390)	15/09/2011	PUT	-	-
B31802/ALSI ALSFU1 P27950	390	15/09/2011	PUT	-	-
B25386-BILQMI1 P157.00	157	15/06/2011	PUT	810,720	-
B25920 IMPQM1 P139.59	140	15/06/2011	PUT	(686,392)	-
B25922 IMPQM1 C 187.91	188	15/06/2011	CALL	(1,168,080)	-
B25924 IMPQM1 C 250.54	251	15/06/2011	CALL	425,000	-
DTOPH1 J400 FUT	-	17/03/2011	CALL	(70,804)	-
Y157G1 VM Variation Margin	-	03/02/2011		64,379	-
Y186G1 VM Variation Margin	-			1,522,425	-
Y208G1 VM Variation Margin	-			136,468	-
Y209G1 VM Variation Margin	-			(11,550)	-
R157 YLF 030211	-	03/02/2011		541	-
R186 YLF 030211	-	03/02/2011		1,325	-
R208 YLF 030211	-	03/02/2011		436	-
R209 YLF 030211	-	03/02/2011		(15)	-
Total options					-

Asset swap transactions

Currency swap

Description	Exchange rate	Fixed rate if applicable	Variable rate if applicable	Notional amount R	Fair value R
AB REAL 2.75 08/07/13 FIX	-	3	-	(6,193,000)	(7,762,740)
AB REAL 2.75 08/07/13 FLO	-	-	3	6,193,000	7,409,491
FS REAL 2.8 08/07/13 FLOA	-	-	3	3,096,000	3,704,147
FS REAL 2.8% 08/07/13 FIX	-	3	-	(3,096,000)	(3,890,341)
Total currency swaps				-	(539,443)

Interest rate swap

Description	Fixed rate if applicable	Variable rate if applicable	Notional amount R	Fair value R
ABS SWP 01/12/25 FLOAT	-	-	(15,594,000)	(15,667,757)
ABS SWP 03/08/2015 FLT	-	-	(26,254,000)	(26,513,896)
ABS SWP 03/12/35 FLOAT	-	-	(13,107,000)	(13,169,012)
ABS SWP 04/01/16 FLOAT	-	-	(8,680,000)	(8,808,150)
ABS SWP 04/02/2021 FLT	-	-	4,758,000	4,802,843
ABS SWP 04/08/2015 FLT	-	-	5,593,000	5,615,572
ABS SWP 05/02/2018 FLT	-	-	11,679,000	11,789,141
ABS SWP 06/06/16 FLOAT	-	-	29,529,000	29,648,401
ABS SWP 08/01/2026 FLT	-	-	(23,485,000)	(23,808,130)
ABS SWP 10.8% 06/06/16 FI	11	-	(29,529,000)	(34,498,019)
ABS SWP 10/12/18 FLOAT	-	-	(26,458,000)	(26,545,851)
ABS SWP 11/05/20 FLOAT	-	-	10,261,000	10,345,794
ABS SWP 12/01/2012 FLT	-	-	(56,300,000)	(57,055,146)
ABS SWP 14/01/2019 FLT	-	-	20,501,000	20,776,220

**Mineworkers Provident Fund**  
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ABS SWP 15/10/2026 FLT	-	-	14,489,000	14,671,744
ABS SWP 16/10/2034 FLT	-	-	12,178,000	12,331,640
ABS SWP 19/03/2018 FLT	-	-	17,322,000	17,353,330
ABS SWP 21/08/28 FLOAT	-	-	(8,562,000)	(8,614,790)
ABS SWP 21/10/15 FLOAT	-	-	21,616,000	21,872,982
ABS SWP 28/08/15 FLOAT	-	-	(24,129,000)	(24,248,673)
ABS SWP 29/01/15 FLOAT	-	-	(18,280,000)	(18,469,150)
ABS SWP 7.62% 08/01/26 FI	8	-	23,485,000	23,496,987
ABS SWP 7.705 03/12/35 FI	7	-	13,107,000	13,206,352
ABS SWP 7.73 18/3/11 1'1	8	-	(144,364,000)	(145,472,730)
ABS SWP 7.73 19/3/12 1'1	8	-	144,364,000	148,352,027
ABS SWP 7.825 01/12/25 FI	8	-	15,594,000	15,719,281
ABS SWP 8.06% 16/10/34 FI	8	-	(12,178,000)	(12,841,668)
ABS SWP 8.18% 14/01/19 FI	8	-	(20,501,000)	(21,538,219)
ABS SWP 8.28% 12/01/12 FI	8	-	56,300,000	58,874,312
ABS SWP 8.42% 29/01/15 FI	8	-	18,280,000	19,585,020
ABS SWP 8.49% 10/12/18 FI	8	-	26,458,000	27,951,001
ABS SWP 8.5% 15/10/26 FIX	9	-	(14,489,000)	(15,656,603)
ABS SWP 8.50% 11/05/20 F	9	-	(10,261,000)	(10,909,178)
ABS SWP 8.59% 04/06/15 FI	9	-	(5,593,000)	(5,982,669)
ABS SWP 8.605 19/03/18 FI	9	-	(17,322,000)	(18,396,203)
ABS SWP 8.74% 21/08/28 FI	9	-	8,562,000	9,426,819
ABS SWP 8.82% 05/02/18 FI	9	-	(11,679,000)	(12,668,257)
ABS SWP 8.87% 04/02/21 FI	9	-	(4,758,000)	(5,190,860)
ABS SWP 9.37% 28/08/15 FI	9	-	24,129,000	26,599,404
ABS SWP 9.41% 04/01/16 F	9	-	8,680,000	9,719,082
ABS SWP 9.57% 03/08/15 FI	10	-	26,254,000	29,324,329
ABS SWP 9.59% 21/10/15 FI	10	-	(21,616,000)	(24,253,297)
ABSA FLOAT 25/08/2025	-	-	(8,364,000)	(8,408,977)
ABSA FRS 09/09/2025 J	-	-	(8,312,000)	(8,340,782)
ABSA FRS 19/07/11 J+53.5	-	-	2,000,000	2,026,511
ABSA SWP 04/09/15 FLOAT	-	-	(49,420,000)	(49,619,321)
ABSA SWP 05/11/2015 FLT	-	-	15,991,000	16,136,691
ABSA SWP 25/08/2025	-	-	8,364,000	8,037,201
ABSA SWP 28/08/18 FLOAT	-	-	24,982,000	25,105,846
ABSA SWP 7.32% 09/09/25 F	7	-	8,312,000	8,350,637
ABSA SWP 8.52% 28/8/18 F	9	-	(24,982,000)	(26,515,568)
ABSA SWP 8.95% 5/11/15 F	9	-	(15,991,000)	(17,445,191)
ABSA SWP 9.63% 4/09/15 F	10	-	49,420,000	54,921,864
COJ05C ABSA ASW 08/4/11	-	-	(11,500,000)	(11,912,398)
COJ05C ASW 08/04/11 J+80	-	-	11,500,000	11,678,342
DB SWP 01/10/2026 FLOAT	-	-	(22,818,000)	(23,153,961)
DB SWP 02/07/2026 FLOAT	-	-	(2,500,000)	(2,536,910)
DB SWP 02/10/2034 FLOAT	-	-	(13,173,000)	(13,367,050)
DB SWP 04/01/11 FLOAT	-	-	(10,520,000)	(10,675,892)
DB SWP 04/01/15 FLOAT	-	-	(6,120,000)	(6,209,455)
DB SWP 04/01/24 FLOAT	-	-	(3,790,000)	(3,845,412)
DB SWP 05/11/26 FLOAT B	-	-	16,134,000	16,280,927
DB SWP 06/06/11 FLOAT	-	-	66,046,000	66,305,640
DB SWP 10.02% 25/01/11 FI	10	-	33,881,000	34,603,441
DB SWP 10.17% 24/01/11 FI	10	-	9,404,000	9,609,490
DB SWP 10.87% 02/07/26 FI	11	-	2,500,000	3,251,931
DB SWP 11/05/18 FLOAT	-	-	11,867,000	11,965,246
DB SWP 12.04% 06/06/11 FI	12	-	(66,046,000)	(68,435,993)
DB SWP 12/10/15 FLOAT	-	-	(7,977,000)	(8,085,380)
DB SWP 16/11/15 FLOAT	-	-	(33,502,400)	(33,753,936)
DB SWP 19/05/28 FLOAT	-	-	(7,377,000)	(7,422,493)
DB SWP 20/05/11 1"1 FLT	-	-	130,857,000	131,579,645
DB SWP 22/01/15 FLOAT	-	-	(23,500,000)	(23,785,729)
DB SWP 23/10/15 FLOAT A	-	-	127,188,000	128,656,971
DB SWP 24/01/11 FLOAT	-	-	(9,404,000)	(9,511,659)
DB SWP 24/01/28 FLOAT	-	-	18,447,000	18,660,008
DB SWP 24/07/36 FLOAT	-	-	5,143,000	5,202,430
DB SWP 25/01/11 FLOAT	-	-	(33,881,000)	(34,269,273)
DB SWP 25/01/28 FLOAT	-	-	9,232,000	9,337,667
DB SWP 26/01/15 FLOAT	-	-	(24,410,000)	(24,692,163)

**Mineworkers Provident Fund**  
**SCHEDULE IA - SCHEDULES PERTAINING TO THE ANNUAL FINANCIAL STATEMENTS**  
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DB SWP 27/08/15 FLOAT	-	-	31,004,000	31,143,769
DB SWP 28/08/14 FLOAT	-	-	32,682,000	32,843,988
DB SWP 6.835 290719 10	-	7	13,602,000	13,045,640
DB SWP 6.835 300729 10	-	7	(13,602,000)	(12,505,204)
DB SWP 7.48% 25/03/11 1'1	-	7	144,364,000	145,230,718
DB SWP 7.48% 26/03/12 1'1	-	7	(144,364,000)	(147,719,351)
DB SWP 7.68% 04/01/24 FIX	8	-	3,790,000	3,822,371
DB SWP 7.89% 20/05/11 1'1	-	8	(130,857,000)	(133,177,775)
DB SWP 7.96% 24/07/36 FIX	8	-	(5,143,000)	(5,377,128)
DB SWP 8.02% 2/10/2034 F	8	-	13,173,000	13,871,195
DB SWP 8.0407 5/11/26 F B	8	-	(16,134,000)	(16,678,022)
DB SWP 8.16% 04/01/15 FIX	8	-	6,120,000	6,534,043
DB SWP 8.28 28/08/14 FIX	8	-	(32,682,000)	(34,651,381)
DB SWP 8.31% 16/11/15 FIX	8	-	33,502,400	35,562,757
DB SWP 8.33% 26/01/15 FIX	8	-	24,410,000	26,102,782
DB SWP 8.39% 22/01/15 FIX	8	-	23,500,000	25,188,409
DB SWP 8.41% 27/08/15 FIX	8	-	(31,004,000)	(32,977,628)
DB SWP 8.410% 11/05/18 FI	8	-	(11,867,000)	(12,574,959)
DB SWP 8.48% 1/10/2026 F	8	-	22,818,000	24,684,802
DB SWP 8.49% 25/01/28 FIX	8	-	(9,232,000)	(9,982,517)
DB SWP 8.50% 04/01/11 FIX	9	-	10,520,000	10,738,651
DB SWP 8.63% 24/01/28 FIX	9	-	(18,447,000)	(20,197,163)
DB SWP 8.85% 02/09/11 1'2	9	-	(204,511,000)	(210,476,156)
DB SWP 8.85% 03/09/12 1'2	9	-	204,511,000	215,930,956
DB SWP 9.04% 12/15 FIX	9	-	7,977,000	8,783,425
DB SWP 9.138 23/10/15 F A	9	-	(127,188,000)	(140,171,173)
DB SWP 9.21% 21/05/12 1'3	-	9	(156,061,000)	(164,992,590)
DB SWP 9.21% 21/05/13 1'3	-	9	156,061,000	168,394,438
DB SWP 9.22% 12/08/13 5'5	-	9	17,468,000	18,953,991
DB SWP 9.22% 13/08/18 5'5	-	9	(17,468,000)	(19,331,392)
DB SWP 9.38% 19/05/28 FIX	9	-	7,377,000	8,568,883
FS FLOAT 24/06/13 1'2	-	-	154,849,000	155,062,521
FS FLOAT 25/06/12 1'2	-	-	(154,849,000)	(155,062,521)
FS SWAP 30/11/15 FLOAT	-	-	(38,428,000)	(38,618,503)
FS SWAP 8.085% 9/11/27 F	8	-	(5,038,000)	(5,233,711)
FS SWAP 9.26% 30/11/15 F	9	-	38,428,000	42,217,435
FS SWP 06/01/2011 FLOAT	-	-	(21,163,000)	(21,469,705)
FS SWP 06/03/14 FLOAT	-	-	(24,128,000)	(24,222,435)
FS SWP 07/02/11 FLOAT	-	-	(59,241,000)	(59,781,296)
FS SWP 08/02/27 FLOAT	-	-	10,563,000	10,653,856
FS SWP 08/10/2015 FLOAT	-	-	31,922,000	32,360,880
FS SWP 09/11/27 FLOAT	-	-	5,038,000	5,081,386
FS SWP 10.26% 07/02/11 FI	10	-	59,241,000	60,420,607
FS SWP 11.68% 29/06/15 FI	12	-	18,485,000	21,865,204
FS SWP 11/11/2021 FLOAT	-	-	17,436,000	17,580,159
FS SWP 15/10/2015 FLOAT	-	-	32,498,000	32,907,381
FS SWP 16/01/2016 FLOAT	-	-	(7,867,000)	(7,965,884)
FS SWP 21/05/36 FLOAT	-	-	25,144,000	25,296,795
FS SWP 26/03/18 FLOAT	-	-	(12,458,000)	(12,462,523)
FS SWP 29/06/2015 FLOAT	-	-	(18,485,000)	(18,491,851)
FS SWP 30/03/2011 FLOAT	-	-	79,624,000	79,646,932
FS SWP 5.98 27/11/1810'10	-	6	22,514,000	20,458,481
FS SWP 5.98 27/11/2810'10	-	6	(22,514,000)	(18,729,854)
FS SWP 7.63% 30/03/11 FIX	8	-	(79,624,000)	(80,071,407)
FS SWP 7.93% 24/06/13 1'2	-	8	(154,849,000)	(161,490,303)
FS SWP 7.93% 25/06/12 1'2	-	8	154,849,000	160,009,916
FS SWP 8.22% 06/03/14 FIX	8	-	24,128,000	25,486,505
FS SWP 8.24% 16/01/16 FIX	8	-	7,867,000	8,373,873
FS SWP 8.25% 06/01/11 FIX	8	-	21,163,000	21,583,079
FS SWP 8.67% 11/11/21 FIX	9	-	(17,436,000)	(18,778,889)
FS SWP 8.73% 02/09/11 1'2	-	9	103,110,000	106,026,776
FS SWP 8.73% 02/09/12 1'2	-	9	(103,110,000)	(108,656,235)
FS SWP 9.08% 08/02/27 FIX	9	-	(10,563,000)	(11,938,505)
FS SWP 9.1% 08/10/15 FIX	9	-	(31,922,000)	(35,243,200)
FS SWP 9.262% 15/10/15 FI	9	-	(32,498,000)	(36,047,724)
FS SWP 9.28% 21/05/36 FIX	9	-	(25,144,000)	(29,852,636)

**MineWorkers Provident Fund**  
**SCHEDULE IA - SCHEDULES PERTAINING TO THE ANNUAL FINANCIAL STATEMENTS**  
**For the year ended 31 December 2010**

FS SWP 9.81 02/07/12 3'3	-	10	(46,011,000)	(49,820,062)
FS SWP 9.81 02/07/15 3'3	-	10	46,011,000	52,185,446
FS SWP 9.825% 26/03/18 FI	10	-	12,458,000	14,049,904
FSLE4N FRS 04/05/11 J+65	-	-	2,000,000	2,020,612
HWAY23 ASW 71223 J+173	-	-	4,384,978	4,394,311
HWAY23 ASW 5.5 07/12/23	-	-	(2,170,000)	(4,799,280)
INV ASW IV04 31/03/13	-	-	(18,000,000)	(19,098,247)
IV04 ASW 31/3/13 J+103	-	-	18,000,000	17,992,177
LGL1 ASW 120912 J+175	-	-	2,000,000	2,006,471
LGL1 SWAP 8.93 12/9/2012	-	-	(2,000,000)	(2,113,440)
NED FRS 21/04/11 J+70	-	-	1,000,000	1,013,174
NRA022 ASW 12.25 311022	-	-	(1,782,000)	(2,178,265)
NRA022 ASW 311022 J+208	-	-	1,782,000	1,800,918
R197 ASW 7/12/23 J+135.5	-	-	3,805,320	3,814,788
R197 ILB ASW 7/12/2023	-	-	(1,805,000)	(4,082,399)
RMB SWAP 28/03/11 FLT	-	-	(4,000,000)	(4,002,368)
RMB SWAP 7.45 28/03/11 FI	-	-	4,000,000	4,021,906
SB SWP 24/8/11 8.32 1'1.5	-	8	100,219,000	102,864,832
SB SWP 24/8/12 8.32 1'1.5	-	8	(100,219,000)	(105,070,902)
STD FRS J+70 BPS 18/4/11	-	-	5,000,000	5,069,578
TN23 ASW 061123 J+196	-	-	1,782,000	1,796,478
TN23 ASW 10.8% 06/11/23	-	10	(1,782,000)	(1,984,619)
Total interest rate swaps			<u>14,215,298</u>	<u>260,964</u>

Mineworkers Provident Fund  
 SCHEDULE IA - SCHEDULES PERTAINING TO THE ANNUAL FINANCIAL STATEMENTS  
 For the year ended 31 December 2010

J RISK MANAGEMENT

Credit / Counter party risk

Counter party

Counter party	Direct investment in counter party		Deposit/liquid asset with counter party		Total per Counter Party		Exposure to counter party as a % of the fair value of the assets of the fund
	R	R	R	R	R	R	
<b>Banks</b>							
First National Bank	-	83,276,788			83,276,788		0.46%
<b>Asset managers - local</b>							
RMB Asset Management (Pty) Ltd	2,222,886,658	-			2,222,886,658		12.18%
Coronation Asset Management (Pty) Ltd	1,554,795,908	-			1,554,795,908		8.52%
Element Investment Managers (Pty) Ltd	832,368,218	-			832,368,218		4.56%
Argon Asset Management (Pty) Ltd	339,343,008	-			339,343,008		1.86%
Afena Capital (Pty) Ltd	201,829,847	-			201,829,847		1.11%
Old Mutual Asset Managers (SA) (Pty) Ltd	2,686,847,322	-			2,686,847,322		14.72%
Kagiso Asset Management (Pty) Ltd	235,434,598	-			235,434,598		1.29%
Newfunds (Pty) Ltd	57,848,707	-			57,848,707		0.32%
Investec Asset Management (Pty) Ltd	426,604,893	-			426,604,893		2.34%
Mergence Investment Managers (Pty) Ltd	939,828,025	-			939,828,025		5.15%
<b>Asset managers - foreign</b>							
Prudential Portfolio Managers (South Africa) (Pty) Ltd	1,189,258,835	-			1,189,258,835		6.52%
Allian Gray Ltd (Orbis Investment Management Ltd)	401,848,527	-			401,848,527		2.20%
<b>Insurance companies</b>							
Sanlam Life Insurance Ltd	6,459,784,877	-			6,459,784,877		4.31%
Metropolitan Life Ltd	551,277,534	-			551,277,534		3.02%
Old Mutual Asset Managers (SA) (Pty) Ltd	531,834,939	-			531,834,939		2.91%
<b>Participating employers</b>							
Anglo American Platinum Corp	5,376,672,404	-			5,376,672,404		29.46%
Anglo American plc	17,050,609	-	107,826,259		124,876,868		0.09%
Goldfields Ltd	265,009,346	-			265,009,346		1.45%
BHP Billiton plc	72,586,366	-			72,586,366		0.40%
Exxaro Resources Limited	178,277,282	-			178,277,282		0.98%
Anglo Ashanti Limited	51,437,140	-			51,437,140		0.28%
Northam Platinum Ltd	100,406,681	-			100,406,681		0.55%
African Rainbow Minerals	13,259,310	-			13,259,310		0.07%
Harmony Gold Mine	30,112,793	-			30,112,793		0.16%
	8,971,885	-			8,971,885		0.05%
Carried forward	17,883,942,308		83,276,788		17,967,219,096		98.44%

**Mineworkers Provident Fund  
 SCHEDULE IA - SCHEDULES PERTAINING TO THE ANNUAL FINANCIAL STATEMENTS  
 For the year ended 31 December 2010**

Counter party	Direct investment in counter party		Deposit/liquid asset with counter party		Total per Counter Party		Exposure to counter party as a % of the fair value of the assets of the fund
	R	R	R	R	R	R	
Brough forward	17,883,942,308	83,276,788	17,967,219,096				98.44%
Metrox Ltd	14,045,668	-	14,045,668				0.08%
Contributions receivable	-	107,826,259	107,826,259				0.59%
<b>Other funds</b>	-	165,008,201	164,122,130				0.90%
Recoveries receivable	-	165,008,201	164,122,130				0.90%
	<u>17,897,987,976</u>	<u>356,111,248</u>	<u>18,253,213,153</u>				<u>100.00%</u>



**Mineworkers Provident Fund**  
**SCHEDULE IA - SCHEDULES PERTAINING TO THE ANNUAL FINANCIAL STATEMENTS**  
**For the year ended 31 December 2010**

<b>Market risk</b>	<b>Investment</b>	<b>Fair value at end of year</b>	<b>Open financial instruments marked to market value</b>	<b>Total fair value equity holdings and open instruments</b>	<b>Market movement by 5%</b>
		<b>R</b>	<b>R</b>	<b>R</b>	<b>R</b>
	SAB Miller plc	139,385,476	-	139,385,476	6,969,274
	Bidvest Group	130,229,154	-	130,229,154	6,511,458
	First Rand Limited	145,625,820	-	145,625,820	7,281,291
	Naspers N	188,307,051	-	188,307,051	9,415,353
	Billiton plc	132,369,032	-	132,369,032	6,618,452
	Impala Platinum Holdings	116,086,298	-	116,086,298	5,804,315
	Anglo American plc	207,933,803	-	207,933,803	10,396,690
	MTN Group	394,890,876	-	394,890,876	19,744,544
	Sasol Ltd	376,488,775	-	376,488,775	18,824,439
	Standard Bank Group	271,742,959	-	271,742,959	13,587,148
	<b>Total value of 10 largest equity holdings</b>	<b><u>2,103,059,244</u></b>	<b><u>-</u></b>	<b><u>2,103,059,244</u></b>	<b><u>105,152,964</u></b>
	<b>Total movement as % of non-current assets plus bank</b>				<b>0.58%</b>

**Mineworkers Provident Fund**  
**SCHEDULE IB - ASSETS HELD IN COMPLIANCE WITH REGULATION 28**  
**For the year ended 31 December 2010**

	R	R
A Total assets of the fund as per Statement of Net Assets and Funds		18,263,577,863
B Less: Non-investment items of Statement of Net Assets and Funds:		(282,313,101)
B.1 Property Plant and Equipment	(2,984,998)	
B.2 Current assets (excluding cash at bank)	(279,328,103)	
C Subtotal (A-B)		<u>17,981,264,762</u>

Categories or kinds of Assets	%	Fair value R	% of fair value
1. Deposits in banks, mutual banks, Postbank and SAFEX:	100%	1,291,031,618	7.18 %
(a) Deposits and balances in current and savings accounts with a bank or mutual bank, including negotiable deposits and money market instruments in terms of which such bank is liable, or deposits and savings accounts, accounts with the Post Office Savings Bank and margin deposits with Safex:	100%	1,291,031,618	7.18 %
(i) Per bank or mutual bank		1,259,503,485	7.00 %
• First National Bank	20%	83,276,788	0.46 %
• RMB Asset Management (Pty)Ltd:Investment Dr/Cr Zar	20%	(282,579,786)	(1.57)%
• Investec :Absa Zar Call Account	20%	2,000,000	0.01 %
• Investec :Calyon Zar Call Account	20%	10,000,000	0.06 %
• Element Investment Managers:JP Morgan Call	20%	3,013,377	0.02 %
• Coronation Active Cash Pv Zar Call	20%	5,073,509	0.03 %
• Element Investment Managers :Absa Call	20%	14,959,951	0.08 %
• Element Investment Managers :Inkotha Call	20%	19,103,277	0.11 %
• Element Investment Managers: Nedcor Call	20%	135,591	- %
• First National Bank: Custodian Afena	20%	7,326,919	0.04 %
• Argon Dcm Money Market	20%	16,667,134	0.09 %
• RMB Asset Management (Pty)Ltd :Investment Dr/Cr Zar	20%	19,721,807	0.11 %
• First National Bank : Custodian Rmb Equity	20%	2,106,439	0.01 %
• Element : Deutsche Bank Call	20%	28,178,891	0.16 %
• Element Investment Managers :Sanlam Call Bond	20%	4,418,734	0.02 %
• Kagiso : Nedcor Bank Call	20%	1,110,724	0.01 %
• Kagiso : Fnb Custodian Call	20%	21,682,290	0.12 %
• Kagiso : Fnb Custodian Call	20%	10,076,077	0.06 %
• Mergence : Fnb Custodian Call	20%	2,008,748	0.01 %
• Mergence: Investec Call	20%	6,000,000	0.03 %
• Mergence: Nedbank Call	20%	4,000,000	0.02 %
• Investec : Deubnk Zar Call	20%	1,009,213	0.01 %
• Investec : Nedbank Zar Call	20%	1,257,090,736	6.99 %
• Firstr Zar Settlement account	20%		
• First National Bond Swaps Accounts			
(ii) Post Bank	20%	-	- %
Carried forward		1,291,031,618	7.01 %

**Mineworkers Provident Fund**  
**SCHEDULE IB - ASSETS HELD IN COMPLIANCE WITH REGULATION 28**  
**For the year ended 31 December 2010**

Categories or kinds of Assets	%	Fair value R	% of fair value
Brought forward		1,291,031,618	7.01 %
(iii) SAFEX	5%	31,528,133	0.18 %
(b) Deposits and balances in current and savings accounts with a bank outside the Republic including negotiable deposits and money instruments in terms of which such a bank is liable	15%	-	- %
2. Krugerrands	10%	-	- %
3. Bills, bonds and securities issued or guaranteed loans to or guaranteed by-	100%	-	- %
(a) Inside the Republic-		-	
(i) Local authorities by law to levy rates upon immovable property	100%	-	- %
(ii) Development boards established by section 4 of the Black Communities Development Act, 1984 (Act No. 4 of 1984)	20%	-	- %
(iii) Rand Water Board	20%	-	- %
(iv) Eskom	20%	-	- %
(v) Land and Agricultural Bank of South Africa	20%	-	- %
(vi) Local Authorities Loans Fund Board	20%	-	- %
(b) Territories outside the Republic -			
Bills, bonds and securities issued or guaranteed by the foreign Government concerned	15%	-	- %
4. Bills, bonds and securities issued by and loans to an institution in the Republic, which bills, bonds, securities and loans the Registrar approved in term of section 19(1)(h) of the Act before the deletion of that section by section 8(a) of the Act No. 53 of 1989, also bills, bonds and securities issued by and loans to an institution in the Republic, which institution the Registrar likewise approved before such deletion	100%	-	- %
5. Bills, bonds and securities issued by and loans to an institution in the Republic, which bills, bonds, securities and loans the Registrar approved in term of section 19(1)(i) of the Act before the deletion of that section by section 8(a) of the Act No. 53 of 1989, also bills, bonds and securities issued by and loans to an institution in the Republic, which institution the Registrar likewise approved before such deletion	100%	634,564,460	3.53 %
* Bonds (other than government bonds)	20%	634,564,460	3.53 %
Limitations in respect of investments in items 6 and 7	90%	6,732,340,012	37.44 %
Carried forward		1,925,596,078	10.72 %

**Mineworkers Provident Fund**  
**SCHEDULE IB - ASSETS HELD IN COMPLIANCE WITH REGULATION 28**  
**For the year ended 31 December 2010**

Categories or kinds of Assets	%	Fair value R	% of fair value
Brought forward		1,925,596,078	10.72 %
6. Immovable property and claims secured by mortgage bonds thereon. Units in collective investment schemes in property shares and shares in, loans to and debentures, both convertible and non-convertible, of property companies:	25%	7,365,097	0.04 %
These investments are subject to the following limitation:			
(a) Inside the Republic -	25%	7,365,097	0.04 %
• Emira Property Fund	5%	7,365,097	0.04 %
(b) Outside the Republic -	10%	-	- %
7. Preference and ordinary shares in companies excluding shares in property companies. Convertible debentures, whether voluntarily or compulsorily convertible and units in equity unit trust schemes which objective is to invest their assets mainly in shares:	75%	6,724,974,915	37.40 %
Subject to the following limitations:			
(a) Inside the Republic -	75%	3,809,344,139	21.19 %
Preference and ordinary shares in companies, convertible debentures whether voluntarily or compulsorily convertible			
(i) Unlisted shares, unlisted convertible debentures, shares and convertible debentures listed in the Development Capital Sector of the JSE	5%	-	- %
(ii) Shares and convertible debentures listed on the JSE, other than the Development Capital Sector	75%	3,809,344,139	21.19 %
(aa) Companies with a market capitalisation of R2 000 million or less	75%	120,425,622	0.67 %
• Sanyati Holdings Ltd	10%	2,197,260	0.01 %
• 1Time Holdings	10%	516,224	- %
• Trans Hex Group Ltd	10%	986,498	0.01 %
• Kelly Group	10%	4,989,932	0.03 %
• Delta Electrical Ltd	10%	663,725	- %
• Vividend Income Fund Ltd	10%	6,365,222	0.04 %
• Digicore Holdings Ltd	10%	3,169,629	0.02 %
• Emira Prop Fund	10%	7,365,097	0.04 %
• Value Group	10%	731,504	- %
• Cadiz Holdings	10%	1,376,569	0.01 %
• Argent Industrial Ltd	10%	9,393,484	0.05 %
• JD Group Ltd	10%	17,300,472	0.10 %
• Datacentrix Holdings Ltd	10%	630,496	- %
• Kap Int Holdings	10%	5,831,415	0.03 %
• Comair Ltd	10%	2,007,714	0.01 %
• Astrapak Group	10%	9,236,441	0.05 %
• York Timber Holdings	10%	6,416,992	0.04 %
• Spur Corporation	10%	5,686,470	0.03 %
• Iliad Africa Ltd	10%	3,573,050	0.02 %
• Sentula Mining	10%	5,004,942	0.03 %
• Adcorp Holdings Ltd	10%	1,292,842	0.01 %
• Mvelaphanda Group Ltd	10%	5,302,919	0.03 %
• Clover Industries Ltd	10%	5,133,630	0.03 %
• Metair Investments	10%	9,520,569	0.05 %
Carried forward		8,657,936,090	11.40 %

**Mineworkers Provident Fund**  
**SCHEDULE IB - ASSETS HELD IN COMPLIANCE WITH REGULATION 28**  
**For the year ended 31 December 2010**

Categories or kinds of Assets	%	Fair value R	% of fair value
Brought forward		8,657,936,090	11.40 %
• Mvelaserve Ltd	10%	5,732,526	0.03 %
(bb) Companies with a market capital of more than R2 000 million	75%	3,688,918,517	20.52 %
• Adcock Ingram Holdings	15%	23,234,192	0.13 %
• Advtech Limited	15%	4,453,408	0.02 %
• Bhp Billiton	15%	26,492,134	0.15 %
• African Oxygen	15%	1,479,820	0.01 %
• Fountainhead Property Trust	15%	7,560,700	0.04 %
• Allied Electronics Corp Ltd	15%	27,308,575	0.15 %
• Allied Technologies	15%	26,097,819	0.15 %
• Business Connexion	15%	617,685	- %
• Assore Limited	15%	1,524,068	0.01 %
• Astral Foods	15%	12,467,584	0.07 %
• Bidvest Group	15%	139,963,329	0.78 %
• Avusa Opoc Holdings	15%	16,150,646	0.09 %
• Caxton Ctp Printers	15%	11,928	- %
• Cipla Medpro SA Ltd	15%	2,488,994	0.01 %
• Data Tech	15%	443,456	- %
• ABSA Group	15%	62,399,960	0.35 %
• AECI Ltd	15%	76,724,918	0.43 %
• Coronation Asset Managers	15%	9,282,863	0.05 %
• Discovery Holdings	15%	53,402,905	0.30 %
• Capevin Investments Ltd	15%	1,783,500	0.01 %
• Arcelor Mittal Steel SA Ltd	15%	21,641,557	0.12 %
• Aveng Ltd	15%	51,222,402	0.28 %
• Compagnie Finaniere Richemont	15%	70,232,260	0.39 %
• Famous Brands Ltd	15%	24,488,816	0.14 %
• Barloworld Ltd	15%	11,901,009	0.07 %
• The Foshini Group	15%	8,661,150	0.05 %
• First Rand Limited	15%	145,625,820	0.81 %
• Capital & Countries Properties	15%	3,714,074	0.02 %
• Grindrod Ltd	15%	9,628,268	0.05 %
• Capital Shopping Centre Group	15%	39,914,173	0.22 %
• Distell Group Ltd	15%	4,754,541	0.03 %
• Hosken Cons Investments	15%	22,824,731	0.13 %
• Illovo Sugar	15%	26,641,093	0.15 %
• Impala Platinum Holdings	15%	116,086,298	0.65 %
• Investec Holdings	15%	36,277,731	0.20 %
• Old Mutual	15%	26,364,140	0.15 %
• JSE Limited	15%	21,947,385	0.12 %
• Mondi Ltd	15%	39,586,094	0.22 %
• Kagiso Media Ltd	15%	3,378,626	0.02 %
• Mr Price Group	15%	39,539,437	0.22 %
• Mtn Group Ltd	15%	394,890,876	2.20 %
• Lifehealth Care Group Holdings	15%	20,492,955	0.11 %
• Sanlam Ltd	15%	818,642	- %
• Nampak Limited	15%	37,046,223	0.21 %
• Naspers N	15%	188,307,051	1.05 %
• Nedbank Group Ltd	15%	31,040,246	0.17 %
• Network Healthcare Holdings	15%	89,077,028	0.50 %
Carried forward		8,657,936,090	22.46 %

**Mineworkers Provident Fund**  
**SCHEDULE IB - ASSETS HELD IN COMPLIANCE WITH REGULATION 28**  
**For the year ended 31 December 2010**

Categories or kinds of Assets	%	Fair value R	% of fair value
Brought forward		8,657,936,090	22.46 %
• Liberty Holdings	15%	25,102,400	0.14 %
• Medi Clinic Corp	15%	33,390,170	0.19 %
• MMI Holdings Ltd	15%	48,557,889	0.27 %
• Eqstra Holdings Ltd	15%	15,804,300	0.09 %
• Mobile Industries Ltd	15%	8,324,680	0.05 %
• Pioneer Foods Group	15%	3,356,175	0.02 %
• New Gold Issuer Ltd	15%	43,036,312	0.24 %
• Sappi Ltd	15%	15,550,886	0.09 %
• Sasol Ltd	15%	376,488,775	2.09 %
• The Spar Group	15%	12,221,599	0.07 %
• Reunert Ltd	15%	11,428,324	0.06 %
• Telkom SA Ltd	15%	27,634,512	0.15 %
• Tiger Brands Group	15%	76,978,187	0.43 %
• Tongaat Hulett Group Ltd	15%	82,271,102	0.46 %
• Trencor Ltd	15%	9,693,984	0.05 %
• Omina Holdings	15%	8,564,965	0.05 %
• Group Five Ltd	15%	46,909,070	0.26 %
• Palaborwa Mining	15%	20,597,862	0.11 %
• Redfine Properties Ltd	15%	10,460,612	0.06 %
• Pick N Pay Stores	15%	11,206,730	0.06 %
• Pretoria Portland Cement Company Ltd	15%	17,206,479	0.10 %
• Remgro Ltd	15%	133,839,651	0.74 %
• Rmb Holdings Ltd	15%	41,239,468	0.23 %
• Reinet Investment SCA	15%	35,867,138	0.20 %
• Distr & Warehousing Network	15%	5,852,566	0.03 %
• Standard Bank Group	15%	257,289,606	1.43 %
• Pick N Pay Holdings	15%	3,436,080	0.02 %
• Steinhoff International	15%	46,504,381	0.26 %
• Raubex Group	15%	26,440,326	0.15 %
• Sun International	15%	31,763,345	0.18 %
• Vodacom Group	15%	14,829,090	0.08 %
• Woolworths Holdings	15%	70,467,982	0.39 %
• Optimum Coal	15%	12,483,049	0.07 %
• Royal Bakokeng Plats Ltd	15%	5,324,314	0.03 %
• Wilson Bayley Homes	15%	5,191,789	0.03 %
• Lewis Group	15%	3,107,717	0.02 %
• Imperial Holdings	15%	12,217,811	0.07 %
• Hulamin Ltd	15%	9,369,068	0.05 %
• Growthpoint Property	15%	55,972,726	0.31 %
• Gold Reef Casino Resorts Ltd	15%	3,022,430	0.02 %
• Freeworld Coating	15%	29,923,857	0.17 %
(b) Territories outside the Republic	15%	384,036,519	2.14 %
Preference and ordinary shares in companies, convertible debentures whether voluntarily or compulsorily convertible			
(i) Unlisted shares, unlisted convertible debentures	2.5%	-	- %
(ii) Shares and convertible debentures listed on any recognised foreign exchange	15%	384,036,519	2.14 %
(aa) Companies with a market capitalisation of R2 000 million or less	15%	-	- %
Carried forward		8,657,936,090	31.98 %

**Mineworkers Provident Fund**  
**SCHEDULE IB - ASSETS HELD IN COMPLIANCE WITH REGULATION 28**  
**For the year ended 31 December 2010**

Categories or kinds of Assets	%	Fair value R	% of fair value
Brought forward		8,657,936,090	31.98 %
(bb) Companies with a market capital of more than R2 000 million	15%	384,036,519	2.14 %
• Capital Shopping Centre Group	15%	6,736,335	0.04 %
• Reinet Investment Npl	15%	46,788,800	0.26 %
• Investec plc	15%	27,482,655	0.15 %
• Brait South Africa	15%	4,163,416	0.02 %
• Mondi plc	15%	39,651,053	0.22 %
• Old Mutual plc	15%	73,875,884	0.41 %
• Compagnie Finaniere Richemont Ag	15%	4,165,047	0.02 %
• SAB Miller plc	15%	139,385,476	0.78 %
• British American Tobacco plc	15%	36,721,921	0.20 %
• Lonmin plc	15%	5,065,932	0.03 %
(c) Inside the Republic			
Units in equity collective investment schemes which objective is to invest their assets mainly in shares	75%	1,744,183,949	9.70 %
(d) Outside the republic			
Units in equity collective investment schemes which objective is to invest their assets mainly in shares	15%	787,410,308	4.38 %
8. Listed and unlisted debentures, units in collective investment schemes with the objective to invest in income generating securities and any secured claim against individuals and companies	25%	1,344,511,900	7.48 %
These investments are subject to the following limitations:			
(a) Inside the Republic -	25%	942,663,373	5.24 %
(i) Claims against residents	25%	-	- %
(ii) Claims against companies	25%	942,663,373	5.24 %
• Old Mutual : Community Growth Management Company Ltd	5%	942,663,373	5.24 %
(b) Territories outside the Republic-	15%	401,848,527	2.23 %
(i) Claims against residents	15%	-	- %
(ii) Claims against companies	15%	401,848,527	2.23 %
• Prudential Portfolio Manager (South Africa) (Pty) Ltd	5%	401,848,527	2.23 %
9. Investments in the business of a participating employer inside the Republic in terms of-			
(a) The provision of section 19(4) of the Act	5%	751,157,080	4.18 %
(b) The exemptions granted in terms of section 1(4A) of the Act	10%	-	- %
10. Any other assets not referred to in this Annexure, excluding -	2.5%	278,579	- %
(a) Money in hand in the Republic	95%	57,848,707	0.32 %
(b) Loans granted to members in accordance with -	95%	-	- %
(i) The provisions of section 19(5) of the Act		-	- %
(ii) Exemptions granted in terms of section 19(6)(a) of the Act		-	- %
Limitations for investment in Items 6-9, and Items 10(a) and (b)	95%	8,886,136,278	49.42 %
Carried forward		10,811,732,356	60.16 %

**Mineworkers Provident Fund**  
**SCHEDULE IB - ASSETS HELD IN COMPLIANCE WITH REGULATION 28**  
**For the year ended 31 December 2010**

Categories or kinds of Assets	%	Fair value R	% of fair value
Brought forward		10,811,732,356	60.16 %
(c) Bills, bonds or securities issued or guaranteed by the Government of the Republic or by a provisional administration	100%	709,747,533	3.95 %
(d) Units in a collective investment scheme as defined in the Collective Investment Schemes Control Act, 2002, the underlying assets of which consist only of -	100%	-	- %
(i) Assets referred to in paragraphs (i), (ii) and (iii) of item 1(a) of this Annexure	100%	-	- %
(ii) Assets referred to in paragraph (c) of item 10 of this Annexure; or	100%	-	- %
(iii) Assets referred to in items 3,4 and 5 of this Annexure.	100%	-	- %
11. Fair value of units in a collective investment scheme included in total assets to be excluded in terms of subregulation (2)a(i) of Regulation 28	100%	-	- %
12. Fair value of insurance policies included in total assets to be excluded in terms of subregulations 2(a)(ii) and (3) of regulation 28	100%	6,459,784,873	35.93 %
<b>TOTAL (equal to the fair value of assets (C) above)</b>		<b>17,981,264,762</b>	<b>100.00 %</b>

Investments outside the Republic	%	% of Fair Value	Fair value of assets R
(a) Deposits with banks outside the Republic	15%	-%	-
(b) Bills, bonds and securities issued by a Government outside the Republic	15%	-%	-
(c) Immovable property, units in collective investment schemes in property shares, shares in, loans to and debentures of property	10%	-%	-
(d) Preference and ordinary shares in companies, convertible debentures outside the Republic.	15%	2.14%	384,036,519
(e) Units in equity collective investment schemes outside the Republic	15%	4.38%	787,410,308
(f) Debentures and other secured claims against individuals and companies and units in income collective investment schemes outside the Republic	15%	2.23%	401,848,527
(g) Other	2.5%	-%	-
<b>Total</b>		<b>8.75%</b>	<b>1,573,295,354</b>

3. Exemptions granted by the Registrar	Item	Maximum %	Date of letter	Expiry date
Investments outside the Republic		20	17/12/2010	31/03/2012



**Mineworkers Provident Fund**

**INDEPENDENT AUDITOR'S REPORT TO THE BOARD OF TRUSTEES OF THE MINEWORKERS PROVIDENT FUND AND THE REGISTRAR OF PENSION FUNDS**

We have audited the attached Schedule IB 'Assets of the fund held in compliance with Regulation 28' (the "Schedule") by the Mineworkers Provident Fund (the Fund) as at 31 December 2010, as set out on pages 67 to 73.

**Board of Trustees' Responsibility for Schedule IB**

The board of trustees is responsible for the preparation of the Schedule in accordance with Regulation 28 of the Pension Funds Act of South Africa (the Act), from information derived from the accounting records of the fund, and for ensuring that the Schedule is in compliance with Regulation 28 of the Act and for such internal control as the trustees determine is necessary to enable the preparation of the Schedule that are free from material misstatement, whether due to fraud or error.

**Auditor's Responsibility**

Our responsibility is to express an opinion on the Schedule based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the Schedule is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Schedule. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Schedule, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and presentation of the Schedule in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the Schedule. We believe that the audit evidence that we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

**Opinion**

In our opinion, Schedule IB 'Assets of the fund held in compliance with Regulation 28' by the Mineworkers Provident fund as at 31 December 2010 has been prepared, in all material respects, in accordance with the requirements of Regulation 28 of the Pension Funds Act of South Africa.

**Other matter - Restriction on use and distribution**

Schedule IB is prepared solely for regulatory purposes and as a result, the Schedule and related auditor's report may not be suitable for another purpose and may not be distributed to or relied upon by any parties other than the trustees and the Registrar of Pension Funds.

*Ernst & Young Inc.*  
Ernst & Young Inc.  
Director-Timothy Curtis Rutherford  
Registered Auditor  
Chartered Accountant (SA)  
52 Corlett Drive  
Illovo  
Johannesburg

Date 14 September 2011

Level two, AAA B-BBEE rating. As a recognised value adding enterprise, our clients are able to claim B-BBEE recognition of 156.25%

Chief Executive: Ajen Sita  
A full list of Directors is available from the website.